

Shake Shack Inc.  
Form 4  
November 16, 2015

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SWINGHAMER DAVID A

(Last) (First) (Middle)

C/O SHAKE SHACK INC., 24  
UNION SQUARE EAST, 5TH  
FLOOR

(Street)

NEW YORK, NY 10003

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Shake Shack Inc. [SHAK]

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/12/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
\_\_\_ Officer (give title below) \_\_\_ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

\_\_\_ Form filed by One Reporting Person  
\_X\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
CLASS A COMMON STOCK	11/12/2015		C	200,000	A	\$ 200,000	D
CLASS A COMMON STOCK	11/13/2015		S	16,400	D	\$ 41.3535	D
CLASS A COMMON STOCK	11/13/2015		S	3,100	D	\$ 42.0003	D
CLASS A COMMON STOCK	11/16/2015		S	10,000	D	\$ 170,500	D

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COMMON STOCK					40.8682			
					<u>(3)</u> <u>(5)</u>			
CLASS A COMMON STOCK	11/16/2015		S	4,000	D	\$ 42.5968	166,500	D
						<u>(3)</u> <u>(6)</u>		
CLASS A COMMON STOCK	11/16/2015		S	6,000	D	\$ 43.5094	160,500	D
						<u>(3)</u> <u>(7)</u>		
CLASS B COMMON STOCK	11/12/2015		<u>J</u> <sup>(8)</sup>	200,000	D	<u>(8)</u>	607,167	D
CLASS B COMMON STOCK	11/12/2015		<u>J</u> <sup>(8)</sup>	198,513	D	<u>(8)</u>	20,000	I
								BY TRUST <u>(9)</u>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Common Membership Interests	<u>(10)</u>	11/12/2015		C	200,000	<u>(10)</u> <u>(10)</u>	CLASS A COMMON STOCK 200,000
Common Membership Interests	<u>(10)</u>	11/12/2015		C	198,513	<u>(10)</u> <u>(10)</u>	CLASS A COMMON STOCK 198,513

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SWINGHAMER DAVID A C/O SHAKE SHACK INC.			X	

