

DIVERSIFIED RESTAURANT HOLDINGS, INC.

FORM 8-K (Current report filing)

Filed 05/08/15 for the Period Ending 05/08/15

Address	27680 FRANKLIN ROAD SOUTHFIELD, MI 48034
Telephone	(248) 223-9160
CIK	0001394156
Symbol	BAGR
SIC Code	5812 - Eating Places
Industry	Restaurants
Sector	Services
Fiscal Year	12/27

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 8, 2015

DIVERSIFIED RESTAURANT HOLDINGS, INC.

(Name of registrant in its charter)

Nevada

(State or other jurisdiction of
incorporation)

000-53577

(Commission File Number)

03-0606420

(IRS Employer Identification No.)

27680 Franklin Road
Southfield, MI 48034

(Address of principal executive offices)

Registrant's telephone number: (248) 223-9160

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act
 - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act
 - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act
 - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act
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Item 8.01 Other Events.

Diversified Restaurant Holdings, Inc. (the “Company”) is hereby filing an amended Exhibit 23 to include a revised and updated consent from our independent registered public accounting firm, BDO USA, LLP (“BDO”). The consent of BDO USA, LLP which was included in Exhibit 23 (the “Original Exhibit 23”) to the Company's Form 10-K for the fiscal year ended December 28, 2014, filed on March 13, 2015, did not include a reference to BDO’s internal control opinion. The revised and updated consent attached hereto as Exhibit 23 (the “Revised Exhibit 23”) supersedes and replaces the Original Exhibit 23. The Revised Exhibit 23 does not change any previously reported financial results of operations or any disclosures contained in the 2014 Form 10-K.

Item 9.01 Financial Statement and Exhibits
(d) Exhibits**Exhibit No. Description**

23 Consent of BDO USA, LLP

SIGNATURES

In accordance with Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**DIVERSIFIED RESTAURANT
HOLDINGS, INC.**

Dated: May 8, 2015

By: /s/ David G. Burke
Name: David G. Burke
Title: Chief Financial Officer (Principal
Financial and Accounting Officer)

EXHIBIT INDEX

Exhibit No.	Description
23	Consent of BDO USA, LLP

Exhibit 23

Consent of Independent Registered Public Accounting Firm

We hereby consent to the incorporation by reference in the Registration Statements on Form S-8 (No. 333-175120) of Diversified Restaurant Holdings, Inc. and Subsidiaries (the “Company”) of our reports dated March 13, 2015 relating to the consolidated financial statements and the effectiveness of the Company’s internal control over financial reporting, which appear in the Form 10-K filed March 13, 2015. Our report on the effectiveness of internal control over financial reporting expressed an adverse opinion on the effectiveness of the Company’s internal control over financial reporting as of December 28, 2014.

/s/BDO USA, LLP

Troy, Michigan
May 8, 2015