

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): August 8, 2006

DAVE & BUSTER'S, INC.

(Exact name of registrant as specified in its charter)

Missouri
(State of
incorporation)

333-136040
(Commission File
Number)

43-1532756
(IRS Employer
Identification Number)

2481 Manana Drive
Dallas TX 75220
(Address of principal executive offices)

Registrant's telephone number, including area code: (214) 357-9588

Check the appropriate box if the Form 8-K filing is intended to simultaneously satisfy the reporting 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 of the Exchange Act
- Pre-commencement communications pursuant to Rule 14d-2(b) Exchange Act
- Pre-commencement communications pursuant to Rule 13e-4(c) Exchange Act

Item 8.01 Other Events.

On August 8, 2006, we issued a press release announcing the request made to our bank lenders to change certain covenants under our bank credit agreement. A copy of the press release is filed as Exhibit 99.1 to this report.

On August 11, 2006, we commenced an exchange offer to the holders of our 11 ¼% Senior Notes due 2014 to exchange their existing notes sold in March 2006 pursuant to Rule 144A and Regulation S of the Securities Act of 1933, as amended, for an equal amount of newly issued 11 ¼% Notes due 2014, which have been registered under the Securities Act of 1933. The exchange offer will expire on September 15, 2006, unless extended. We will accept for exchange any and all original notes validly tendered and not withdrawn prior to 5:00 p.m., New York City time, on the expiration date. Tenders of original notes may be withdrawn at any time prior to 5:00 p.m., New York City time, on the expiration date. The terms of the exchange offer and other information relating to Dave & Buster's are set forth in the prospectus dated August 7, 2006. A copy of our press release regarding the exchange offer is filed as Exhibit 99.2 to this report.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits. The following are filed as exhibits to this report.

99.1 Press release dated August 8, 2006.
99.2 Press release dated August 11, 2006.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

DAVE & BUSTER'S, INC.

Date: August 11, 2006

By: /s/ Stephen M. King
Stephen M. King
Senior Vice President and Chief Financial
Officer



Dave & Buster's Announces Request for Bank Covenant Amendment

DALLAS (August 8, 2006) - Dave & Buster's, Inc., a leading operator of upscale restaurant/entertainment complexes, today announced that the Company has requested a change to the Company's covenants under its \$160 million Credit Agreement with a group of lenders led by JP Morgan Chase Bank, N.A. as administrative agent.

The main provisions of the request are as follows:

1. Consent to enter into a sale-leaseback transaction on three fee owned properties, the proceeds of which would be used to pay down the outstanding balance of the term loan portion of the Credit Agreement with up to \$5.0 million being available for reinvestment. Net proceeds are estimated to be approximately \$20.0 million, with an estimated closing date in October or November of 2006.
2. For the purposes of satisfying negative covenants under the Credit Agreement, (a) the amount of start-up costs to be added back to the Company's net income would be increased from \$5.0 million to \$7.5 million for the year 2006, and (b) the amount of payments to employees under change in control contracts to be added back to the Company's net income would be set at \$10.0 million through the Company's 2007 fiscal year.
3. The ability to utilize purchasing cards, and treat up to \$5.0 million of such purchasing card obligations as pari passu secured obligations.

Celebrating over 23 years of operations, Dave & Buster's was founded in 1982 and is one of the country's leading upscale, restaurant/entertainment concepts with 47 locations throughout the United States and in Canada. More information on the Company is available on the Company's Web site, www.daveandbusters.com.

"Safe Harbor" Statement under the Private Securities Litigation Reform Act of 1995: Statements in this press release regarding Dave & Buster's business which are not historical facts are "forward-looking statements" that involve risks and uncertainties. For a discussion of such risks and uncertainties, which could cause actual results to differ from those contained in the forward-looking statements, see "Risk Factors" in the company's Registration Statement on Form S-4 filed July 26, 2006, SEC File Number 333-136040.

Dave & Buster's Commences Exchange Offer for Senior Notes

DALLAS (August 11, 2006) – Dave & Buster's, Inc., a leading operator of upscale restaurant/entertainment complexes, today announced that the Company has commenced an offer to exchange its 11.25 % Notes due 2014 sold in March 2006 pursuant to Rule 144A and Regulation S of the Securities Act of 1933, as amended, for an equal amount of newly issued 11.25 % Notes due 2014 which have been registered under the Securities Act of 1933, as amended. The exchange offer has been scheduled to expire on September 15, 2006. The Company will accept for exchange any and all original notes validly tendered and not withdrawn prior to 5:00 p.m., New York City time on September 15, 2006, unless extended. Tenders of original notes may be withdrawn at any time prior to 5:00 p.m., New York City time on the expiration date. The terms of the exchange offer and other information relating to Dave & Buster's are set forth in the prospectus dated August 7, 2006. More information regarding the exchange offer and copies of the prospectus and the related letter of transmittal may be obtained from The Bank of New York Trust Company, N.A., which is serving as the exchange agent in connection with this exchange offer. The address, telephone number and facsimile number for The Bank of New York Trust Company, N.A., are as follows:

The Bank of New York Trust Company, N.A.
101 Barclay Street, 7 East
New York, New York 10286
Attn: Evangeline Gonzales
Telephone: 212-815-3738
Facsimile: 212-298-1915

This press release does not constitute an offer to sell or the solicitation of an offer to buy any security and shall not constitute an offer, solicitation or sale in any jurisdiction in which such offering would be unlawful.

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