

OMB APPROVAL	
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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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * <u>Eller Ryan M</u> (Last) (First) (Middle) <u>C/O MONTICELLO CASINO AND RACEWAY</u> <u>ROUTE 17B, P.O. BOX 5013</u> (Street) <u>MONTICELLO NY 12701</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>EMPIRE RESORTS INC [NYNY]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) X See Remarks
	3. Date of Earliest Transaction (Month/Day/Year) <u>11/15/2019</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$.01 per share	11/15/2019		D		40,000	D	\$9.74 ⁽¹⁾	0	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Restricted Stock Units	(2)	11/15/2019		D			50,000	(2)	(2)	Common Stock, par value \$.01 per share	(2)	0	D	

Explanation of Responses:

- Disposed of pursuant to the Agreement and Plan of Merger, by and between Empire Resorts, Inc. (the "Company"), Hercules Topco LLC, and Hercules Merger Subsidiary Inc. (the "Merger Agreement"), on the effective date of the merger.
- On January 21, 2019, Mr. Eller was granted 50,000 restricted stock units ("RSUs") under the Empire Resorts, Inc. 2015 Equity Incentive Plan, as amended, of which 16,667 shares were to vest on January 21, 2020, 16,667 shares were to vest on January 21, 2021 and 16,666 shares were to vest on January 21, 2022. Each RSU represented the right to receive one share of the Company's common stock. On the effective date of the merger, all outstanding RSUs, whether or not then vested, were canceled, extinguished and converted into the right to receive the merger consideration issuable to holders of common stock pursuant to the Merger Agreement.

Remarks:

President and Chief Executive Officer

/s/ Ryan M. Eller

11/15/2019

** Signature of Reporting Person

Date

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

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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