

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

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934 (Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material pursuant to §240.14a-12

Fiesta Restaurant Group, Inc.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
 - Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
 - (1) Title of each class of securities to which transaction applies:
 - (2) Aggregate number of securities to which transaction applies:
 - (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
 - (4) Proposed maximum aggregate value of transaction:
 - (5) Total fee paid:
 - Fee paid previously with preliminary materials.
 - Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the Offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
 - (1) Title of each class of securities to which transaction applies:
 - (2) Aggregate number of securities to which transaction applies:
 - (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
 - (4) Proposed maximum aggregate value of transaction:
 - (5) Total fee paid:
-



2017 Proxy Materials

The 2017 Annual Meeting of Shareholders will be held on Wednesday, June 7, 2017. At this year's annual meeting, you will be asked to make a critical decision regarding the future of Fiesta Restaurant Group Inc. (the "Company"). As you may know, a dissident group of several activist hedge funds led by JCP Investment Management, LLC (collectively, "the Dissident Group"), has nominated two individuals in opposition to two of the Company's three incumbent director nominees. We urge you to protect the value of your investment by voting today by telephone, by internet or by signing, dating and returning the enclosed WHITE proxy card "FOR" ALL THREE of Fiesta's highly qualified director nominees: Barry J. Alperin, Stephen P. Elker and Brian P. Friedman.

Proxy Materials

- [Fiesta Restaurant Group, Inc. 2017 Proxy Statement](#)
- [Fiesta Restaurant Group, Inc. Letter to Shareholders](#)
- [Fiesta Restaurant Group, Inc. 2016 Annual Report](#)

Important Additional Information

The Company, its directors and certain of its executive officers are participants in the solicitation of proxies from the Company's shareholders in connection with the Company's 2017 Annual Meeting of Shareholders. The Company has filed a proxy statement and white proxy card with the U.S. Securities and Exchange Commission (the "SEC") in connection with such solicitation. **SHAREHOLDERS OF THE COMPANY ARE STRONGLY ENCOURAGED TO READ SUCH PROXY STATEMENT, ACCOMPANYING WHITE PROXY CARD AND ALL OTHER DOCUMENTS FILED WITH THE SEC CAREFULLY AND IN THEIR ENTIRETY WHEN THEY BECOME AVAILABLE AS THEY WILL CONTAIN IMPORTANT INFORMATION.** Information regarding the identity of potential participants, and their direct or indirect interests, by security holdings or otherwise, are set forth in the definitive proxy statement and other materials to be filed with the SEC in connection with the 2017 Annual Meeting of Shareholders. Shareholders will be able to obtain the proxy statement, any amendments or supplements to the proxy statement, and any other documents filed by the Company with the SEC at no charge at the SEC's website at www.sec.gov. These documents will also be available at no charge at the Company's website at www.frgi.com in the section "Investor Relations."

If you have questions or need assistance voting your shares please contact:

Mackenzie Partners, Inc.
105 Madison Avenue
New York, New York 10016
proxy@mackenziepartners.com
Call Collect: (212) 929-5500
or
Toll-Free (800) 322-2885



Our
Culture



Careers



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	<p>Our Culture</p> <p>Careers</p> <p>Media</p>	<p>Investor Relations</p> <p>News</p> <p>Supplier Partners</p>	<p>CONTACT US</p> <p>Fiesta Restaurant Group, Inc. 14800 Landmark Blvd. Suite 500 Addison, TX 75254 (800) 819-FRGI</p>	<p>FIESTA RESTAURANT GROUP, INC.</p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
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