

CHEESECAKE FACTORY INC

Form 4

May 08, 2015

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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 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 *
ZURZOLO DEBBY R

 2. Issuer Name **and** Ticker or Trading
 Symbol
CHEESECAKE FACTORY INC
[CAKE]

 5. Relationship of Reporting Person(s) to
 Issuer

(Check all applicable)

(Last) (First) (Middle)

26901 MALIBU HILLS ROAD

(Street)

 3. Date of Earliest Transaction
 (Month/Day/Year)
 05/06/2015

 _____ Director _____ 10% Owner
☒ Officer (give title below) _____ Other (specify below)
 Exec VP, Gen Counsel & Secy

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

 6. Individual or Joint/Group Filing(Check
 Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
 Person

CALABASAS HILLS, CA 91301

(City) (State) (Zip)

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 | 05/06/2015 | | M | | 2,000 | A | \$ 36.87 | 29,465 | I | By Trust <u>(1)</u> |
| Common Stock | 05/06/2015 | | S | | 400 | D | \$ 50.125 | 29,065 | I | By Trust <u>(1)</u> |
| Common Stock | 05/06/2015 | | S | | 200 | D | \$ 50.1 | 28,865 | I | By Trust <u>(1)</u> |
| Common Stock | 05/06/2015 | | S | | 400 | D | \$ 50.095 | 28,465 | I | By Trust <u>(1)</u> |
| Common Stock | 05/06/2015 | | S | | 200 | D | \$ 50.08 | 28,265 | I | By Trust <u>(1)</u> |

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| | | | | | | | | |
|--------------|------------|---|-------|---|----------|------------|---|-----------------|
| Common Stock | 05/06/2015 | S | 100 | D | \$ 50.07 | 28,165 | I | By Trust (1) |
| Common Stock | 05/06/2015 | S | 400 | D | \$ 50.06 | 27,765 | I | By Trust (1) |
| Common Stock | 05/06/2015 | S | 300 | D | \$ 50.04 | 27,465 | I | By Trust (1) |
| Common Stock | 05/07/2015 | M | 3,000 | A | \$ 36.87 | 30,465 | I | By Trust (1) |
| Common Stock | 05/07/2015 | S | 1,000 | D | \$ 50.5 | 29,465 | I | By Trust (1) |
| Common Stock | 05/07/2015 | S | 1,000 | D | \$ 50.74 | 28,465 | I | By Trust (1) |
| Common Stock | 05/07/2015 | S | 1,000 | D | \$ 50.99 | 27,465 | I | By Trust (1) |
| Common Stock | | | | | | 18,800 (2) | D | |
| Common Stock | | | | | | 757 | I | By SEP IRA |

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.

SEC 1474
(9-02)

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) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------|---|----------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (right to buy) | \$ 36.87 | 05/06/2015 | | M | 2,000 | 01/04/2007 | 01/04/2016 | Common Stock | 2,000 |

Employee

Stock

| | | | | | | | | |
|-----------------------------|----------|------------|---|-------|------------|------------|-----------------|-------|
| Option (right to buy) | \$ 36.87 | 05/07/2015 | M | 3,000 | 01/04/2007 | 01/04/2016 | Common Stock | 3,000 |
|-----------------------------|----------|------------|---|-------|------------|------------|-----------------|-------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| ZURZOLO DEBBY R 26901 MALIBU HILLS ROAD CALABASAS HILLS, CA 91301 | | | Exec VP, Gen Counsel & Secy | |

Signatures

| | |
|--|------------|
| Debby Zurzolo by Cheryl Slomann, her attorney in fact | 05/08/2015 |
|--|------------|

**Signature of Reporting Person

Date

Explanation of Responses:

* 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).

- (1) Held by the Debby R. Chinski Living Trust of which the reporting person is trustee.
- (2) Shares of restricted stock subject to forfeiture.

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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