

Edgar Filing: MORTONS RESTAURANT GROUP INC - Form 8-K

MORTONS RESTAURANT GROUP INC
Form 8-K
February 01, 2007

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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): JANUARY 31, 2007

MORTON'S RESTAURANT GROUP, INC.
(Exact name of registrant as specified in charter)

DELAWARE (State or other jurisdiction of incorporation)	1-12692 (Commission File Number)	13-3490149 (IRS Employer Identification No.)
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325 NORTH LASALLE STREET, SUITE 500
CHICAGO, ILLINOIS 60610
(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: (312) 923-0030

Check the appropriate box below if the Form 8-K filing 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 (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(b) On January 31, 2007, Morton's Restaurant Group, Inc. (the "Company") announced the resignation of Dr. Laurence E. Paul as a member of the Board of Directors of the Company, effective January 31, 2007.

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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.

Morton's Restaurant Group, Inc.

Date: February 1, 2007

By: /s/ Thomas J. Baldwin

 Thomas J. Baldwin
 Chairman, Chief Executive Officer and
 President

der-bottom-width: 1">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

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

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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)	8. Amount or Number of Shares
Restricted Stock Units	<u>(1)</u>	03/31/2015		<u>A</u> ⁽²⁾	21	<u>(3)</u> <u>(3)</u>	Common Stock	21

(Deferred
Stock Award
2/24/10)

Restricted
Stock Units
(Deferred
Stock Award)
2/23/11

(1) 03/31/2015

A⁽²⁾ 31

(3)

(3)

Common
Stock

31

\$

Restricted
Stock Units
(Deferred
Stock Award)
2/22/12

(1) 03/31/2015

A⁽²⁾ 29

(3)

(3)

Common
Stock

29

\$

Restricted
Stock Units
(Deferred
Stock Award)
2/27/13

(1) 03/31/2015

A⁽²⁾ 26

(3)

(3)

Common
Stock

26

\$

Restricted
Stock Units
(Deferred
Stock Award
2/26/14)

(1) 03/31/2015

A⁽²⁾ 21

(3)

(3)

Common
Stock

21

\$

Restricted
Stock Units
(Deferred
Stock Award
2/25/15)

(1) 03/31/2015

A⁽²⁾ 20

(3)

(3)

Common
Stock

20

\$

RESTRICTED
STOCK
UNITS CUMU

(1)

(3)

(3)

Common
Stock

23,121
(4)

Deferred
Director Fees

(1) 03/31/2015

A⁽²⁾ 19

(5)

(5)

Common
Stock

19

\$

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NOVICH NEIL S ONE BATESVILLE BOULEVARD BATESVILLE, IN 47006				

Signatures

By Carol A. Roell As Attorney-In-Fact for Neil S.
Novich

04/01/2015

__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) Conversion of Exercise Price of Derivative Securities is 1-for-1.

(2) Restricted Stock Units are entitled to dividend equivalent rights which accrue on dividend record dates.

(3) These stock units vest immediately upon grant. However, delivery of these shares will not occur until the occurrence of one of the following: a change in control of the Company, the director's death or permanent and total disability, or one day after the date the director ceases to be a director of the Company.

(4) This amount represents cumulative total of all Restricted Stock Units (deferred stock awards) granted to reporting person. This cumulative total does not represent additional Restricted Stock Units granted to the reporting person, but is merely a total of all awards reported separately on this SEC Form 4.

(5) These stock units will be automatically converted into shares of stock upon the reporting person's retirement from the Board of Directors of the Company.

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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