

BRASSFIELD SHANN

Form 4

January 19, 2010

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
BRASSFIELD SHANN

2. Issuer Name **and** Ticker or Trading
Symbol

BJs RESTAURANTS INC [BJRI]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

P.O. BOX 1198

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

01/15/2010

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

(Street)

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

LOS GATOS, CA 95031

(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)
Common Stock				(A) or (D)	8,402	D	
Common Stock				(A) or (D)	102,300	D ⁽³⁾	

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
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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)

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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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Options	\$ 22.14	01/15/2010		A	5,017			01/15/2011	01/15/2020	Common Stock	5,017 (2)
Non-Qualified Stock Options (right to buy)	\$ 9.2							06/19/2003	06/19/2012	Common Stock	10,000 (1)
Non-Qualified Stock Options (right to buy)	\$ 12.61							01/15/2005	01/15/2014	Common Stock	5,700 (1)
Non-Qualified Stock Options (right to buy)	\$ 2.875							01/26/2002	01/26/2011	Common Stock	25,000 (2)
Non-Qualified Stock Options (right to buy)	\$ 10							06/19/2004	06/19/2013	Common Stock	10,000 (1)
Non-Qualified Stock Option(right to buy)	\$ 14.94							01/15/2006	01/15/2015	Common Stock	5,100 (2)
Non-Qualified Stock Options(right to buy)	\$ 23.61							01/17/2007	01/17/2016	Common Stock	3,100 (2)
Non-Qualified Stock Options(right to buy)	\$ 20.81							01/16/2008	01/16/2017	Common Stock	4,400 (2)
Non-Qualified Stock Options	\$ 12.78							01/15/2009	01/15/2018	Common Stock	6,800 (2)
Non-Qualified Stock Options	\$ 9.37							01/15/2010	01/15/2019	Common Stock	6,400 (2)

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BRASSFIELD SHANN P.O. BOX 1198 LOS GATOS, CA 95031	X

Signatures

Dianne Scott, Attorney-in-fact for Shann M. Brassfield 01/19/2010

____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) The options vest 20% per year beginning on the first anniversary of the date of grant.
- (2) The options vest 33 1/3% per year beginning on the first anniversary of the date of grant.
- (3) Mr. Shann Brassfield is the sole trustee of the Shann Michael Brassfield Revocable Trust.

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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