HILL LLOYD L Form 4 February 11, 2002

OMB APP	'ROVAL
OMB Number	3235-0287
Expires:	April 30, 1998
Estimated averag	je burden
hours per respon	nse 0.5

U.S. SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

#### FORM 4

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

[ ] Check this box if no longer subject of Section 16. Form 4 or Form 5obligations may continue. See Instruction 1(b). \_\_\_\_\_\_ 1. Name and Address of Reporting Person Hill Lloyd \_\_\_\_\_ (First) (Last) (Middle) Applebee's International, Inc. 4551 W. 107th Street, Suite 100 (Street) Overland Park 66207 KS \_\_\_\_\_\_ (State) (Zip) (City) \_\_\_\_\_\_ 2. Issuer Name and Ticker or Trading Symbol Applebee's International, Inc. - APPB \_\_\_\_\_\_ 3. IRS or Social Security Number of Reporting Person (Voluntary) \_\_\_\_\_\_ 4. Statement for Month/Year 01/02 5. If Amendment, Date of Original (Month/Year) N/A \_\_\_\_\_\_

6. Relationship of Repo (Check all applicabl								
[ X ] Director [ X ] Officer (giv	ve title below)	-	-	10% Ow Other		cify below)		
Chief Executive (	Officer/President/Chief C							
Table I N	Non-Derivative Securities  or Beneficially Ow	Acc					:==	
					S D	4. Securities Acquired Disposed of (D) (Instr. 3, 4 and 5)		(A) or
1. Title of Security (Instr. 3)	2. Transacti Date (mm/dd/yy			str. 8)		Amount	(A)	Price
Common Stock	01/15/02					16 <b>,</b> 069	A	18.6667
Common Stock	01/15/02		F				D	33.9500

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

(1) Includes 166 shares acquired under the AII stock purchase program in January 2002.

FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

\_\_\_\_\_\_

	2. Conversion or Exercise 3. Price Trans-		4. Trans- action		5. Number of Derivative Securities Acquired (A)		6. Date Exercisable and		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
1. Title of Derivative Security	of Deriv-	action Date (Month/	Code (Ins	;	or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Date (Month/Day/Year) Date Expira- Exer- tion			Amount or Number of
(Instr. 3)	ity	Year)	T	V	(A)	(D)	cisable		Title	Shares
Employee Stock Opti (right to buy)	18.6667	01/15/02	М			16,069	05/13/99	05/13/06	Common Stock	16,069
Employee Stock Opti (right to buy)		01/02/02	A 	V	100,00	0	01/02/05	01/02/12	Common Stock	100,000
Explanation of resp	onses:	=======			=====	=====	======	======	=======	======
	011000.									

/s/Lloyd L. Hill	February 11, 2002
**Signature of Reporting Person	Date

 $^{\star\star}$  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 provided is insufficient, see Instruction 6 for procedures.