

CHEESECAKE FACTORY INC

Form 8-K

April 27, 2016

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**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):

**April 27, 2016**

**THE CHEESECAKE FACTORY INCORPORATED**

(Exact Name of Registrant as Specified in its Charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**0-20574**  
(Commission File Number)

**51-0340466**  
(IRS Employer Identification  
No.)

**26901 Malibu Hills Road**  
**Calabasas Hills, California 91301**

(Address of principal executive offices) (Zip Code)

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Registrant's telephone number, including area code:

**(818) 871-3000**

**Not Applicable**

(Former name or former address, if changed since last report)

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 (see General Instruction A.2. below):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14.d-2(b))
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION.**

*The following information is intended to be furnished under Item 2.02 of Form 8-K, Results of Operations and Financial Condition. This information shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, whether made before or after the date of this report, regardless of any general incorporation language in the filing.*

In a press release dated April 27, 2016, The Cheesecake Factory Incorporated (the Company) reported financial results for the first quarter of fiscal 2016, which ended on March 29, 2016. Total revenues were \$553.7 million in the first quarter of fiscal 2016 as compared to \$518.0 million in the prior year first quarter. Net income and diluted net income per share were \$34.0 million and \$0.68, respectively, in the first quarter of fiscal 2016. The full text of the press release is furnished herewith as Exhibit 99.1 to this Report.

**ITEM 8.01 OTHER EVENTS.**

On April 21, 2016, the Board of Directors of the Company declared a quarterly cash dividend to its stockholders. A dividend of \$0.20 per share will be paid on May 24, 2016 to the stockholders of record at the close of business on May 11, 2016 of each share of the Company's common stock. Future dividends, if any, will be subject to Board approval.

On April 21, 2016, the Board of Directors of the Company approved the adoption of a prearranged stock repurchase plan with J.P. Morgan Securities LLC intended to qualify for the safe harbor under Rule 10b5-1 under the Securities Exchange Act of 1934, as amended (10b5-1 Plan). The 10b5-1 Plan will become effective on July 1, 2016 and terminate on December 30, 2016, unless terminated sooner in accordance with its terms. Purchases may be made in the open market or through privately negotiated transactions in support of the Company's share repurchase plan. Purchases in the open market will be made in compliance with Rule 10b-18 under the Securities Exchange Act of 1934.

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.**

(d) Exhibits

99.1 Press release dated April 27, 2016 entitled, The Cheesecake Factory Reports Results for First Quarter of Fiscal 2016

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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.

Date: April 27, 2016

THE CHEESECAKE FACTORY  
INCORPORATED

By:

/s/ W. Douglas Benn  
W. Douglas Benn  
Executive Vice President and Chief Financial Officer

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**EXHIBIT INDEX**

<b>Exhibit</b>	<b>Description</b>
99.1	Press release dated April 27, 2016 entitled, The Cheesecake Factory Reports Results for First Quarter of Fiscal 2016

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