

CHEESECAKE FACTORY INCORPORATED

Form 8-K

March 30, 2004

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 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):

March 30, 2004

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.)

26950 Agoura Road

Calabasas Hills, California 91301

(Address of principal executive offices)

Registrant's telephone number, including area code:

(818) 871-3000

Not Applicable

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

ITEM 5. OTHER EVENTS

On March 16, 2004, the Board of Directors of the Company approved an Amended and Restated Code of Ethics for Executive Officers, Senior Financial Officers and Directors. A copy of the amended Code of Ethics is attached as Exhibit 99.1.

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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: March 30, 2004

THE CHEESECAKE FACTORY INCORPORATED

SIGNATURES

By: /s/ MICHAEL J. DIXON

Michael J. Dixon
Senior Vice President and Chief Financial Officer

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EXHIBIT INDEX

Exhibit

Description

99.1

Amended and Restated Code of Ethics for Executive Officers, Senior Financial Officers and Directors

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