

CHEESECAKE FACTORY INC

Form 4

March 09, 2017

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 *
KRANS DORF JEROME I

2. Issuer Name and Ticker or Trading
Symbol
CHEESECAKE FACTORY INC
[CAKE]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

26901 MALIBU HILLS ROAD

(Street)

CALABASAS HILLS, CA 91301

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
03/07/2017

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

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

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 Ownership Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------|
| Common Stock | 03/07/2017 | | M | 3,000 | A \$ 28.07 | 16,750 | D |
| Common Stock | 03/07/2017 | | S | 3,000 | D \$ 61.6646 (1) | 13,750 | D |
| Common Stock | 03/08/2017 | | M | 5,500 | A \$ 28.07 | 19,250 | D |
| Common Stock | 03/08/2017 | | S | 5,500 | D \$ 61.832 (2) | 13,750 | D |
| Common Stock | 03/09/2017 | | M | 4,014 | A \$ 28.07 | 17,764 | D |

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Common Stock 03/09/2017 S 4,014 D \$ 61.9291 13,750 D (3)

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 Security (Instr. 3 and 4) | | | |
|---------------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-----|-------------------------------------------------------------|-----------------|--------------|----------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Non-Employee Director Stock Option (right to buy) | \$ 28.07 | 03/07/2017 | | M | | 3,000 | | 05/03/2008 | 05/03/2017 | Common Stock | 3,000 |
| Non-Employee Director Stock Option (right to buy) | \$ 28.07 | 03/08/2017 | | M | | 5,500 | | 05/03/2008 | 05/03/2017 | Common Stock | 5,500 |
| Non-Employee Director Stock Option (right to buy) | \$ 28.07 | 03/09/2017 | | M | | 4,014 | | 05/03/2008 | 05/03/2017 | Common Stock | 4,014 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|----------------------------------------------------------------------------|-------------------------------------------|
| | Director 10% Owner Officer Other |
| KRANSDORF JEROME I 26901 MALIBU HILLS ROAD CALABASAS HILLS, CA 91301 | X |

Signatures

Jerome Kransdorf by Debby Zurzolo, his attorney
in fact

03/09/2017

__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 price reported in column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$61.58 to \$61.84 inclusive. The reporting person undertakes to provide to CAKE Corporation, any security holder of CAKE Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (1) to this Form 4.

(2) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$61.78 to \$62.01 inclusive. The reporting person undertakes to provide to CAKE Corporation, any security holder of CAKE Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (1) to this Form 4.

(3) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$61.84 to \$62.01 inclusive. The reporting person undertakes to provide to CAKE Corporation, any security holder of CAKE Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (1) to this Form 4.

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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