

CHEESECAKE FACTORY INC  
Form 4  
May 08, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ZURZOLO DEBBY R

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)

3. Date of Earliest Transaction (Month/Day/Year)  
05/06/2015

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Exec VP, Gen Counsel & Secy

CALABASAS HILLS, CA 91301  
(City) (State) (Zip)

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) | (A) or (D) | 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                    | 05/06/2015                           |  | M                              | 2,000   | A          | \$ 36.87 29,465   | I  | By Trust (1)  |
| Common Stock                    | 05/06/2015                           |  | S                              | 400   | D          | \$ 50.125 29,065  | I  | By Trust (1)  |
| Common Stock                    | 05/06/2015                           |  | S                              | 200   | D          | \$ 50.1 28,865  | I  | By Trust (1)  |
| Common Stock                    | 05/06/2015                           |  | S                              | 400   | D          | \$ 50.095 28,465  | I  | By Trust (1)  |
| Common Stock                    | 05/06/2015                           |  | S                              | 200   | D          | \$ 50.08 28,265   | I  | By Trust (1)  |

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|              |            |   |       |   |          |                       |   |                        |
|--------------|------------|---|-------|---|----------|-----------------------|---|------------------------|
| Common Stock | 05/06/2015 | S | 100   | D | \$ 50.07 | 28,165                | I | By Trust<br><u>(1)</u> |
| Common Stock | 05/06/2015 | S | 400   | D | \$ 50.06 | 27,765                | I | By Trust<br><u>(1)</u> |
| Common Stock | 05/06/2015 | S | 300   | D | \$ 50.04 | 27,465                | I | By Trust<br><u>(1)</u> |
| Common Stock | 05/07/2015 | M | 3,000 | A | \$ 36.87 | 30,465                | I | By Trust<br><u>(1)</u> |
| Common Stock | 05/07/2015 | S | 1,000 | D | \$ 50.5  | 29,465                | I | By Trust<br><u>(1)</u> |
| Common Stock | 05/07/2015 | S | 1,000 | D | \$ 50.74 | 28,465                | I | By Trust<br><u>(1)</u> |
| Common Stock | 05/07/2015 | S | 1,000 | D | \$ 50.99 | 27,465                | I | By Trust<br><u>(1)</u> |
| Common Stock |            |   |       |   |          | 18,800 <sup>(2)</sup> | D |                        |
| Common Stock |            |   |       |   |          | 757                   | I | By SEP<br>IRA          |

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

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(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 Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
|  |  |                                      |  | Code V (A) (D)                 |   | Date Exercisable Expiration Date                         | Title   |                            |
| Employee Stock Option (right to buy)       | \$ 36.87   | 05/06/2015                           |  | M                              | 2,000   | 01/04/2007 01/04/2016                                    | Common Stock  | 2,000                      |

|  |          |            |   |       |            |            |                 |       |
|--|----------|------------|---|-------|------------|------------|-----------------|-------|
| Employee<br>Stock<br>Option<br>(right to<br>buy) | \$ 36.87 | 05/07/2015 | M | 3,000 | 01/04/2007 | 01/04/2016 | Common<br>Stock | 3,000 |
|--|----------|------------|---|-------|------------|------------|-----------------|-------|

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                             |       |
|---|---------------|-----------|-----------------------------|-------|
|   | Director      | 10% Owner | Officer                     | Other |
| ZURZOLO DEBBY R<br>26901 MALIBU HILLS ROAD<br>CALABASAS HILLS, CA 91301 |               |           | Exec VP, Gen Counsel & Secy |       |

## Signatures

|  |            |
|--|------------|
| Debby Zurzolo by Cheryl Slomann, her attorney<br>in fact | 05/08/2015 |
|--|------------|

\*\*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) Held by the Debby R. Chinski Living Trust of which the reporting person is trustee.
- (2) Shares of restricted stock subject to forfeiture.

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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