

CULINARY WORKERS UNION LOCAL 226

Form DFAN14A

May 16, 2003

SCHEDULE 14A

SCHEDULE 14 INFORMATION

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

Filed by the Registrant []

Filed by a Party other than the Registrant [x]

Check the appropriate box:

[] Preliminary Proxy Statement

[] Definitive Proxy Statement

[] Definitive Additional Materials

[X] Soliciting Material Pursuant to Section 240.14a-11(c) or Section 240.14a-12

Name of Registrant as Specified in Its Charter:

The Cheesecake Factory Incorporated

Name of Person(s) Filing Proxy Statement:

Culinary Workers Union, Local 226

Payment of Filing Fee (check the appropriate box)

[] \$125 per Exchange Act Rules 0-11(c)(1)(ii), 14a-6(i)(1), or 14a-6(j)(2).

[] \$500 per each party to the controversy pursuant to Exchange Act Rule 14a-6(i)(3).

[] Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

[Culinary Union letterhead]

1630 S Commerce

Las Vegas, NV 89102

For Information

Chris Bohner

702-387-7005

Culinary Workers Union Scores Shareholder Victories at The Cheesecake Factory, Demands that Board of Directors Adopt Proposals

Las Vegas, NV -- Today, the Culinary Workers Union Local 226 announced that shareholders have overwhelmingly approved four key shareholder proposals seeking reform of The Cheesecake Factory's (NASDAQ:CAKE) stock option and corporate governance policies, according to preliminary results released by Automatic Data Processing (ADP).

According to the results provided to the union by ADP, Cheesecake shareholders overwhelmingly approved proposals asking the company to submit its stock option plan for shareholder approval (66% of votes cast, including abstentions), require annual elections of directors (72%), submit the "poison pill" to a shareholder vote (67%), and eliminate the 80% "supermajority" voting requirement (81%). "This vote is a clear call to The Cheesecake Factory's Board of Directors that it is time to reform and modernize the company's poor corporate governance practices," said Chris Bohner, Senior Research Analyst.

The Culinary Union's proposal urging the Company to expense stock option grants received strong support from shareholders, but the vote was still too close to call. "Given the

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overwhelming support for our proposal seeking shareholder approval of the company's stock option plans, and the strong showing on the stock option expense proposal, shareholders are clearly concerned about this company's stock compensation policies." said Bohner.

At the May 13 annual meeting, the Culinary Union urged the Board of Directors to respect the vote of the shareholders and adopt the majority-vote proposals. "It would be a slap in the face to all Cheesecake shareholders if the Board ignored this vote," said Bohner. However, David Overton, Chairman of The Cheesecake Factory, refused to commit to respect the shareholder vote.

The Culinary Union and affiliated benefit plans own approximately 30,000 shares of The Cheesecake Factory. The Culinary Union's parent organization, the Hotel Employees and Restaurant Employees International Union, is a member of the Council of Institutional Investors, a corporate governance organization representing over \$1 trillion in assets.

Chris Bohner
Senior Research Analyst
HERE/Culinary Union 226
1630 South Commerce Street
Las Vegas, NV 89102
702-387-7005 (p)
702-386-5241 (f)
cbohner@hereunion.org