CHEESECAKE FACTORY INC
Form DEFA14A
April 17, 2014

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

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934 (Amendment No.)

Filed by the Registrant x

Filed by a Party other than the Registrant o

Check the appropriate box:

o Preliminary Proxy Statement
o **Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
o Definitive Proxy Statement
x Definitive Additional Materials
o Soliciting Material Pursuant to §240.14a-12

The Cheescake Factory Incorporated
(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

x No fee required.
o Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

o Fee paid previously with preliminary materials.
o Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

*** Exercise Your *Right* to Vote ***

Important Notice Regarding the Availability of Proxy Materials for the

Shareholder Meeting to Be Held on May 29, 2014

THE CHEESECAKE FACTORY INCORPORATED

Meeting Information

Meeting Type: Annual Meeting

For holders as of: April 04, 2014

Date: May 29, 2014 **Time:** 10:00 AM PDT

Location: Janet & Ray Scherr

Forum Theatre

Thousand Oaks Civic Arts Plaza

2100 Thousand Oaks Blvd.

THE CHEESECAKE FACTORY INCORPORATED ATTN:

housand Oaks, CA 91362

JILL PETERS
26901 MALIBU HILLS ROAD CALABASAS
HILLS, CA 91301

You are receiving this communication because you hold shares in the above named company.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at *www.proxyvote.com* or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

See the reverse side of this notice to obtain proxy materials and voting instructions.

Before You Vote

How to Access the Proxy Materials

Proxy Materials Available to VIEW or RECEIVE:			
1. Annual Report	2. Notice & Proxy Statement		
How to View Online:			
Have the information that is printed in the box marked by the arrow	XXXX XXXX XXXX	(located on the	
following page) and visit: *www.proxyvote.com*.			
How to Request and Receive a PAPER or E-MAIL Copy:			
If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:			
1) *BY INTERNET*:	www.proxyvote.com		
2) *BY TELEPHONE*:	1-800-579-1639		
3) *BY E-MAIL**:	sendmaterial@proxyvote.com		
* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by			
the arrow	XXXX XXXX XXXX	(located on the following page) in the subject line. Requests, instructions and other	
inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before May 15, 2014 to facilitate timely delivery.			

How To Vote

Please Choose One of the Following Voting Methods

Vote In Person: Many shareholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.		
Vote By Internet: To vote now by Internet, go to *www.proxyvote.com*. Have the information that is printed in the box		
marked by the arrow	XXXX XXXX XXXX	available and follow the instructions.
Vote By Mail: You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.		

Voting items

The Board of Directors recommends you vote FOR the following:

1. Election of Directors
Nominees

1a David Overton

1b Alexander L. Cappello

1c Jerome I. Kransdorf

1d Laurence B. Mindel

1e David B. Pittaway

1f Douglas L. Schmick

1g Herbert Simon

The Board of Directors recommends you vote FOR proposals 2, 3 and 4.

2 To approve an amendment to the 2010 Stock Incentive Plan to increase the number of shares available for issuance by 230,000 shares, from 6,550,000 shares to 6,780,000 shares

3 To ratify the selection of PricewaterhouseCoopers LLP as the Company s independent registered public accounting firm for the fiscal year 2014, ending December 30, 2014.

4 To approve, by non-binding vote, the advisory resolution on executive compensation.

NOTE: In addition, to transact such other business as may properly come before the meeting or any adjournment or postponement thereof.