

BYFUGLIN MAX S
Form 4
May 08, 2013

FORM 4

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

OMB APPROVAL

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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 *
BYFUGLIN MAX S

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)
05/06/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President (Subsidiary)

CALABASAS HILLS, CA 91301

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

(City) (State) (Zip)

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 (Instr. 4)
				(A) or (D) Code V Amount Price			
Common Stock	05/06/2013		M	7,603 A \$ 29.36	60,406	I	By Trust (1)
Common Stock	05/06/2013		S	3,500 D \$ 39.55	56,906	I	By Trust (1)
Common Stock	05/06/2013		S	200 D \$ 39.56	56,706	I	By Trust (1)
Common Stock	05/06/2013		S	800 D \$ 39.57	55,906	I	By Trust (1)
Common Stock	05/06/2013		S	1,803 D \$ 39.58	54,103	I	By Trust (1)

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Common Stock	05/06/2013	S	1,300	D	\$ 39.59	52,803	I	By Trust <u>(1)</u>
Common Stock	05/07/2013	M	2,397	A	\$ 29.36	55,200	I	By Trust <u>(1)</u>
Common Stock	05/07/2013	S	500	D	\$ 39.61	54,700	I	By Trust <u>(1)</u>
Common Stock	05/07/2013	S	900	D	\$ 39.62	53,800	I	By Trust <u>(1)</u>
Common Stock	05/07/2013	S	400	D	\$ 39.59	53,400	I	By Trust <u>(1)</u>
Common Stock	05/07/2013	S	400	D	\$ 39.61	53,000	I	By Trust <u>(1)</u>
Common Stock	05/07/2013	S	197	D	\$ 39.63	52,803	I	By Trust <u>(1)</u>
Common Stock						25,000	D	

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
Employee Stock Option (right to buy)	\$ 29.36	05/06/2013		M	7,603	Date Exercisable: 12/31/2004 Expiration Date: 12/31/2013	Common Stock	7,603
Employee Stock Option	\$ 29.36	05/07/2013		M	2,397	Date Exercisable: 12/31/2004 Expiration Date: 12/31/2013	Common Stock	2,397

(right to
buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BYFUGLIN MAX S 26901 MALIBU HILLS ROAD CALABASAS HILLS, CA 91301			President (Subsidiary)	

Signatures

Max. S. Byfuglin by Debby Zurzolo, his attorney
in fact

05/08/2013

__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) Shares held by the Byfuglin Family Trust u/t/a 9/27/2003 of which the reporting person and his spouse are trustees.

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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