

ZURZOLO DEBBY R  
Form 4  
January 07, 2010

**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 \*  
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)

3. Date of Earliest Transaction (Month/Day/Year)  
01/05/2010

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

26901 MALIBU HILLS ROAD

(Street)

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

CALABASAS HILLS, CA 91301

(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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common stock	01/05/2010		S	200 <u>(1)</u> D	\$ 21.72	19,800	D
Common stock	01/05/2010		S	300 <u>(1)</u> D	\$ 21.73	19,500	D
Common stock	01/05/2010		S	500 <u>(1)</u> D	\$ 21.7562	19,000	D
Common stock	01/05/2010		S	152 <u>(1)</u> D	\$ 21.77	18,848	D
Common stock	01/05/2010		S	500 <u>(1)</u> D	\$ 21.7725	18,348	D

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Common stock	01/05/2010		S	500 <u>(1)</u>	D	\$ 21.7731	17,848	D	
Common stock	01/05/2010		S	351 <u>(1)</u>	D	\$ 21.78	17,497	D	
Common stock	01/05/2010		S	15 <u>(1)</u>	D	\$ 21.793	17,482	D	
Common stock	01/05/2010		S	500 <u>(1)</u>	D	\$ 21.803	16,982	D	
Common stock	01/05/2010		S	100 <u>(1)</u>	D	\$ 21.8031	16,882	D	
Common stock	01/05/2010		S	500 <u>(1)</u>	D	\$ 21.649	16,382	D	
Common stock	01/05/2010		S	300 <u>(1)</u>	D	\$ 21.66	16,082	D	
Common stock	01/05/2010		S	1,000 <u>(1)</u>	D	\$ 21.7515	15,082 <u>(3)</u>	D	
Common stock							6,700	I	By trust <u>(2)</u>
Common stock							757	I	By SEP 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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

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

## Signatures

Debby R.  
Zurzolo

01/07/2010

\_\_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) Sale of shares pursuant to 10b5-1 trading plan to satisfy tax withholding on vesting of restricted stock. Proceeds were tendered to the Company in satisfaction of tax withholding obligation.
- (2) Held by The Debby R. Chinski Living Trust of which reporting person is the trustee.
- (3) Includes 7500 shares of restricted stock which vest as to 60% of the shares on 2/5/12 and as to 20% of the shares on each of 2/5/13 and 2/5/14.

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