

BJs RESTAURANTS INC
Form 4
January 20, 2009

FORM 4

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

OMB APPROVAL

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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 *
BOUTS LARRY D

(Last) (First) (Middle)

7755 CENTER AVENUE, SUITE 300

(Street)

HUNTINGTON BEACH, CA 92647

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
BJs RESTAURANTS INC [BJRI]

3. Date of Earliest Transaction
(Month/Day/Year)
01/15/2009

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

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) | 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock, no par value | | | | (A) or (D) Code V Amount (D) Price | 65,000 | D | |

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Stock Options | \$ 14.03 | | | | | 04/19/2005 ⁽¹⁾ 04/19/2014 | Common Stock 2 |
| Non-Qualified Stock Option(right to buy) | \$ 14.94 | | | | | 01/15/2006 ⁽²⁾ 01/15/2015 | Common Stock 5 |
| Non-Qualified Stock Options(right to buy) | \$ 23.61 | | | | | 01/17/2007 ⁽²⁾ 01/17/2016 | Common Stock 3 |
| Non-Qualified Stock Option(right to buy) | \$ 20.81 | | | | | 01/16/2008 ⁽²⁾ 01/16/2017 | Common Stock 4 |
| Non-Qualified Stock Options | \$ 12.78 | 01/15/2008 | | A | 6,879 | 01/15/2009 ⁽²⁾ 01/15/2018 | Common Stock 6 |
| Non-Qualified Stock Options | \$ 9.37 | 01/15/2009 | | A | 6,481 | 01/15/2010 ⁽²⁾ 01/15/2019 | Common Stock 6 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BOUTS LARRY D 7755 CENTER AVENUE SUITE 300 HUNTINGTON BEACH, CA 92647 | | X | | |

Signatures

Dianne Scott, Attorney-in-fact for Larry D. Bouts 01/20/2009

__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) The options vest 50% per year beginning on the first anniversary (4/19/2005) of the date of grant (4/20/2004).

(2) The options vest 33 1/3% per year beginning on the first anniversary of the date of grant.

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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