

DEITCHLE GERALD W
Form 4
January 15, 2009

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
DEITCHLE GERALD W

(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)
12/31/2008

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)

President and CEO / Chairman

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 Indirect Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock, no par value						D	
Common Stock	12/31/2008		A	29,674	A \$ 10.11	D	
						D	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Edgar Filing: DEITCHLE GERALD W - Form 4

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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 14.77					11/23/2005 ⁽¹⁾	11/23/2014	Common Stock
Common Stock Purchase Option	\$ 14.04					01/12/2005 ⁽²⁾	01/12/2015	Common Stock
Common Stock Purchase Option	\$ 23.26					01/04/2007 ⁽³⁾	01/04/2016	Common Stock
Common Stock Purchase Plan	\$ 19.96					01/03/2008 ⁽³⁾	01/03/2017	Common Stock
Non-Qualified Stock Option	\$ 16.63					01/02/2009 ⁽³⁾	01/02/2018	Common Stock
Non-Qualified Stock Option	\$ 10.11	12/31/2008		A	42,796	12/31/2009 ⁽³⁾	12/31/2018	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DEITCHLE GERALD W 7755 CENTER AVENUE SUITE 300 HUNTINGTON BEACH, CA 92647	X		President and CEO	Chairman

Signatures

Dianne Scott Attorney-in-fact for Gerald W. Deitchle 01/15/2009

__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 of the date of grant (11/23/2004).
- (2) The options vest 100,000 on the date of grant and 87,500 on the second and third anniversary of the date of grant.
- (3) Options vest 20% per yer beginning on the first anniversary of the date of grant.
- (4) Of this amount, 18,044 shares represent a restricted stock award vesting in five equal installments beginning on 1/2/2009, 10,000 shares are held in The Deitchle Family Trust and 8,000 shares are held in Mr. Deitchle's IRA account.
- (5) These shares represent a restricted stock award vesting in five equal installments beginning 12/31/2009.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.