

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **1999-09-10** | Period of Report: **1999-08-31**

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SUBJECT COMPANY

APPLEBEES INTERNATIONAL INC

CIK: **853665** | IRS No.: **431461763** | State of Incorporation: **DE** | Fiscal Year End: **1227**

Type: **4** | Act: **34** | File No.: **000-17962** | Film No.: **99709936**

SIC: **5812** Eating places

Mailing Address

*4551 W 107TH STREET
SUITE 100
OVERLAND PARK KS 66207*

Business Address

*4551 W 107TH ST STE 100
OVERLAND PARK KS 66207
9139674000*

REPORTING OWNER

SACK BURTON M

CIK: **932366**

Type: **4**

Mailing Address

*4551 WEST 107TH ST
STE 100
OVERLAND PARK KS 66207*

Business Address

*4551 WEST 107TH ST
STE 100
OVERLAND PARK KS 66207
9139674000*

 OMB APPROVAL

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U.S. SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

[] Check this box if no longer subject of Section 16. Form 4 or Form 5
 obligations may continue. See Instruction 1(b).

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1. Name and Address of Reporting Person

SACK	BURTON	M.
-----	-----	-----
(Last)	(First)	(Middle)
Applebee's International, Inc.		
4551 W. 107th Street, Suite 100		

(Street)		
Overland Park	KS	66207
-----	-----	-----
(City)	(State)	(Zip)

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2. Issuer Name and Ticker or Trading Symbol

Applebee's International, Inc. - APPB

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3. IRS or Social Security Number of Reporting Person (Voluntary)

###-##-####

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4. Statement for Month/Year

08/99

=====

5. If Amendment, Date of Original (Month/Year)

N/A

=====

6. Relationship of Reporting Person to Issuer
 (Check all applicable)

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

Table I -- Non-Derivative Securities Acquired, Disposed of,
 or Beneficially Owned

=====

<TABLE>
 <CAPTION>

1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Owner- ship Form: Direct Indirect (Instr.4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)

		Code	Amount	or Price		
		-----	(A)	(D)		

<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Common Stock	08/25/99	S	50,000	D	33.500	1,189,475	D	(1)	
Common Stock	08/25/99	S	25,000	D	33.500	286,000	I	(2)	
Common Stock	08/25/99	S	10,000	D	33.500	55,865	I	(3)	
Common Stock	08/25/99	S	10,000	D	33.500	64,715	I	(4)	
Common Stock	08/25/99	S	5,000	D	33.500	95,365	I	(5)	
Common Stock						3,100	I	(6)	
Common Stock						15,000	I	(7)	

<FN>

(1) Includes 7,800 shares in an IRA maintained by the reporting person.

(2) Shares held by Sack Family Partners, L.P. for which reporting person is general partner.

(3) Shares held by Brian M. Sack Irrevocable Trust for which reporting person is trustee.

(4) Shares held by David A. Sack Irrevocable Trust for which reporting person is trustee.

(5) Shares held by Scott A. Sack Irrevocable Trust for which reporting person is trustee.

(6) Shares held by an IRA maintained by Gail Sack, wife of the reporting person.

(7) Sack Family Foundation maintained by the reporting person.

</FN>

</TABLE>

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

FORM 4 (continued)

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

<TABLE>

<CAPTION>

1.	2.	3.	4.	5.	6.	7.	8.	9.	10.	11.
Title of Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	Transaction Date (Month/Day/Year)	Transaction Code (Instr. 8)	Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Date Exercisable and Expiration Date (Month/Day/Year)	Title and Amount of Underlying Securities (Instr. 3 and 4)	Price of Derivative Security (Instr. 5)	Number of Derivative Securities Owned at End of Month (Instr. 4)	Ownership of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	Nature of Ownership: Direct (Instr. 4)
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
						Common Stock	29 Million	79,900	D	

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</TABLE>

Explanation of Responses:

/s/ Burton M. Sack

September 10, 1999

**Signature of Reporting Person

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed.
If space provided is insufficient, see Instruction 6 for procedures.