

# SECURITIES AND EXCHANGE COMMISSION

## FORM 8-K

Current report filing

Filing Date: **2006-08-03** | Period of Report: **2006-08-03**  
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### FILER

#### **CHEESECAKE FACTORY INCORPORATED**

CIK: **887596** | IRS No.: **510340466** | State of Incorporation: **DE** | Fiscal Year End: **1229**  
Type: **8-K** | Act: **34** | File No.: **000-20574** | Film No.: **061000906**  
SIC: **5812** Eating places

#### Mailing Address

26950 AGOURA RD  
26950 AGOURA RD  
CALABASAS HILLS CA 91301

#### Business Address

26950 AGOURA RD  
CALABASAS HILLS CA 91301  
8188809323

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

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**FORM 8-K**

**CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported):  
August 3, 2006**

**THE CHEESECAKE FACTORY INCORPORATED**

(Exact Name of Registrant as Specified in its Charter)

**Delaware**

**0-20574**

**51-0340466**

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(IRS Employer  
Identification No.)

**26901 Malibu Hills Road  
Calabasas Hills, California**

**91301**

(Address of principal executive offices)

(Zip Code)

**Registrant's telephone number, including area code:**

**(818) 871-3000**

**Not Applicable**

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14.d-2(b))
  
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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## **SECTION 8 - OTHER EVENTS**

### **ITEM 8.01 OTHER EVENTS**

In a press release dated August 3, 2006, The Cheesecake Factory Incorporated announced that it has been contacted by the Securities and Exchange Commission (SEC) regarding an informal inquiry relating to the Company's historical stock option granting practices. The Company intends to cooperate fully with the SEC. As previously announced on July 18, 2006, the Audit Committee of the Company's Board of Directors, with the assistance of special outside legal counsel, initiated a voluntary review into the Company's practices relating to its stock option grants. The review, which is on-going, was initiated in response to media and Wall Street reports regarding the option granting practices at numerous publicly traded companies.

The Company also announced that two shareholder derivative complaints alleging breach of fiduciary duty and unjust enrichment related to the Company's option granting practices have been filed in the Superior Court of the State of California, County of Los Angeles against The Cheesecake Factory Incorporated and certain of its current and former officers and directors.

The Company also indicated that it will not be able to comment further on the Audit Committee review, SEC informal inquiry or pending legal actions, but will provide updates as additional material information becomes available.

A copy of the press release is attached as Exhibit 99.1.

## **SECTION 9 - FINANCIAL STATEMENTS AND EXHIBITS**

### **ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS**

(d) Exhibits

99.1 Press release dated August 3, 2006 entitled, "The Cheesecake Factory Provides Update on Voluntary Stock Option Review"

## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: August 3, 2006

THE CHEESECAKE FACTORY INCORPORATED

By: /s/ MICHAEL J. DIXON

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Michael J. Dixon

Senior Vice President and  
Chief Financial Officer

## EXHIBIT INDEX

Exhibit	Description
99.1	Press release dated August 3, 2006 entitled, "The Cheesecake Factory Provides Update on Voluntary Stock Option Review"



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PRESS RELEASE

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THE CHEESECAKE FACTORY PROVIDES UPDATE ON  
VOLUNTARY STOCK OPTION REVIEW

FOR IMMEDIATE RELEASE

CONTACT: JILL PETERS

(818) 871-3000

**Calabasas Hills, CA - August 3, 2006** - The Cheesecake Factory Incorporated (Nasdaq: CAKE) today announced that it has been contacted by the Securities and Exchange Commission (SEC) regarding an informal inquiry relating to the Company's historical stock option granting practices. The Company intends to cooperate fully with the SEC. As previously announced on July 18, 2006, the Audit Committee of the Company's Board of Directors, with the assistance of special outside legal counsel, initiated a voluntary review into the Company's practices relating to its stock option grants. The review, which is on-going, was initiated in response to media and Wall Street reports regarding the option granting practices at numerous publicly traded companies.

The Company also announced today that two shareholder derivative complaints alleging breach of fiduciary duty and unjust enrichment related to the Company's option granting practices have been filed in the Superior Court of the State of California, County of Los Angeles against The Cheesecake Factory Incorporated and certain of its current and former officers and directors.

The Company will not be able to comment further on the Audit Committee review, SEC informal inquiry or pending legal actions, but will provide updates as additional material information becomes available.

**About The Cheesecake Factory Incorporated**

The Cheesecake Factory Incorporated operates 107 upscale, casual dining restaurants under The Cheesecake Factory® name that offer an extensive menu of more than 200 items with an average check of approximately \$17.00. The Company also operates two bakery production facilities that produce over 50 varieties of quality cheesecakes and other baked products for the Company's restaurants and for other leading foodservice operators, retailers and distributors. Additionally, the Company operates seven upscale, casual dining restaurants under the Grand Lux Cafe® name; one self-service, limited menu "express" foodservice operation under The Cheesecake Factory Express® mark inside the DisneyQuest® family entertainment center in Orlando, Florida; and licenses two bakery cafe outlets to another foodservice operator under The Cheesecake Factory Bakery Cafe® name. For more information about The Cheesecake Factory Incorporated, please visit [thecheesecakefactory.com](http://thecheesecakefactory.com).

The Cheesecake Factory Incorporated

26901 Malibu Hills Road, Calabasas Hills, CA 91301 Telephone (818) 871-3000 Fax (818) 871-3100



## **Safe Harbor Statement**

This press release contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements can be identified by words such as “anticipates”, “expects”, “will” and similar words and their variations. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by forward-looking statements. Investors are cautioned that forward-looking statements are not guarantees of future performance and that undue reliance should not be placed on such statements. The Company undertakes no obligation to publicly update or revise any forward-looking statements or to make any other forward-looking statements, whether as a result of new information, future events or otherwise unless required to do so by the securities laws. Investors are referred to the full discussion of risks and uncertainties associated with forward-looking statements and the discussion of risk factors contained in the Company’ s filings with the Securities and Exchange Commission.

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