

Krakower Brian S
 Form 4/A
 January 18, 2019

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 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 *
 Krakower Brian S

2. Issuer Name and Ticker or Trading Symbol
 BJ's RESTAURANTS INC [BJRI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 7755 CENTER AVENUE, SUITE 300
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 01/15/2019

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Chief Information Officer

HUNTINGTON BEACH, CA 92647
 (City) (State) (Zip)

4. If Amendment, Date Original Filed (Month/Day/Year)
 01/17/2019

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)
				(A) or (D)	Amount or Price		
Common Stock	01/15/2019	01/15/2019	A	(A)	1,097 <u>(1)</u> \$ 53.22	A	4,015 D
Common Stock	01/15/2019	01/15/2019	F	(D)	178 <u>(2)</u> \$ 53.22	D	3,837 D
Common Stock	01/15/2019	01/15/2019	F	(D)	126 <u>(2)</u> \$ 53.22	D	3,711 D
Common Stock	01/15/2019	01/15/2019	F	(D)	186 <u>(2)</u> \$ 53.22	D	3,525 <u>(3)</u> 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)

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)	8. Amount or Number of Shares
Non-Qualified Stock Options	\$ 53.22	01/15/2019	01/15/2019	A	3,711 (4)	01/15/2020 01/15/2029	Common Stock	3,711

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Krakower Brian S 7755 CENTER AVENUE SUITE 300 HUNTINGTON BEACH, CA 92647			Chief Information Officer	

Signatures

/s/ Jacob J. Guild, Attorney-in-Fact for Brian S. Krakower
Date: 01/18/2019

**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) These shares represent a Restricted Stock Unit award vesting in three equal installments beginning on January 15, 2020. Each Restricted Stock Unit represents a contingent right to receive one share of the Issuer's common stock.
- (2) Shares withheld by the Registrant to satisfy minimum statutory withholding requirements on vesting of Restricted Stock Units.
- (3) Amount includes 2,696 of unvested Restricted Stock Units.
- (4) These stock options vest 33.3% per year beginning on January 15, 2020.

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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