BJs RESTAURANTS INC

Form 4

November 06, 2014

FORM 4

Check this box

if no longer

subject to

Section 16.

Form 4 or

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

OMB Number:

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction

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

1(b).

(City)

(Print or Type Responses)

| 1. Name and Addr Jones Wayne L | • | ng Person * | 2. Issuer Name and Ticker or Trading Symbol BJs RESTAURANTS INC [BJRI] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | |
|----------------------------------------|----------|-------------|------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------|--|--|
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction | | | |
| | | | (Month/Day/Year) | Director 10% Owner | | |
| 7755 CENTER AVENUE, SUITE 300 (Street) | | | 11/06/2014 | X Officer (give title Other (specify below) Exec VP,Chief Rest. Ops Ofcer | | |
| | | | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Check | | |
| HUNTINGTO | N BEACH, | CA 92647 | Filed(Month/Day/Year) | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | |

(State)

(Zin)

| (City) | (State) (Z | Table | I - Non-De | erivative S | Securi | ties Acqu | ired, Disposed of | , or Beneficiall | y Owned |
|--------------------------------------|-----------------------------------------|-------------------------------------------------------------|----------------------------------------|-----------------------------------------------------------------------------------------------|--------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------|-------------------------------------------------------|---------|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactio Code (Instr. 8) | 4. Securities Acquired on (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | rities Ownership ficially Form: Direct ed (D) or owing Indirect (I) orted (Instr. 4) saction(s) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| Restricted Stock Units | | | | | | | 5,889 | D | |
| Common Stock | 11/06/2014 | | M | 1,978 | A | \$ 37.03 | 1,978 | D | |
| Common Stock | 11/06/2014 | | S | 1,978 | D | \$ 46 | 0 | D | |

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

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number.

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

| 1. Title of Derivative | 2. | 3. Transaction Date | | 4. 5. Number Transaction Derivative | | 6. Date Exercisable and | | 7. Title and Amount | |
|------------------------|------------------------|---------------------|------------------------|-------------------------------------|-----------------------|----------------------------------|------------|-----------------------------|--------------|
| Security | Conversion or Exercise | (Month/Day/Year) | Execution Date, if any | Code | Securities | Expiration Date (Month/Day/Year) | | of Underlying Securities | |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Acquired | · · · | | (Instr. 3 and 4) | |
| | Derivative Security | | | | (A) or Disposed of | | | | |
| | Security | | | (D) | | | | | |
| | | | | (Instr. 3, 4, | | | | | |
| | | | | | and 5) | | | | |
| | | | | | | | | | Amount |
| | | | | | | Date | Expiration | Title | or Number |
| | | | | | | Exercisable | Date | Title | of |
| | | | | Code V | (A) (D) | | | | Shares |
| Common Stock | \$ 37.03 | 11/06/2014 | | M | 1,978 | 12/29/2011 | 12/29/2020 | common stock | 1,978 |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Jones Wayne L.

7755 CENTER AVENUE

SUITE 300 HUNTINGTON BEACH, CA 92647

Exec VP, Chief Rest. Ops Ofcer

Signatures

/s/Dianne A. Scott, Attorney-in-Fact for Wayne L. Jones

11/06/2014

**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).

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