

CHEESECAKE FACTORY INCORPORATED  
Form 8-K  
August 03, 2006

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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**  
(State or other jurisdiction  
of incorporation)

**0-20574**  
(Commission  
File Number)

**51-0340466**  
(IRS Employer  
Identification No.)

**26901 Malibu Hills Road**  
**Calabasas Hills, California**  
(Address of principal executive offices)

**91301**  
(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          

Michael J. Dixon  
Senior Vice President and  
Chief Financial Officer

**EXHIBIT INDEX**

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