FRANK RICHARD M

Form 4

\$.10

Value

Common

Stock, Par

10/28/2004

November 01, 2004

November 01, 2	.004							
FORM 4	4	S SECURITIES AND EXCHANGE (~ ~	OMB AF	PPROVAL			
Check this bo	UNITEDSTATE	OMB Number:	3235-0287 January 31,					
if no longer		STATEMENT OF CHANGES IN BENEFICIAL OWNERSHI						
subject to	STATEMENT	F CHANGES IN BENEFICIAL OW SECURITIES	NEKSHIP OF	Estimated a burden hou				
Form 4 or								
Form 5 obligations may continue <i>See</i> Instruction 1(b).	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(b) of the Investment Company Act of 1040							
(Print or Type Resp	oonses)							
1. Name and Addr FRANK RICH	ess of Reporting Person ** ARD M	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer					
		CEC ENTERTAINMENT INC [CEC]	(Check all applicable)					
(Last)	(First) (Middle)	(First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)			_X_ Director 10% OwnerX_ Officer (give title Other (specify			
4441 W. AIRP	ORT FREEWAY	10/28/2004	below) below) Chairman and CEO					
IRVING, TX 7	(Street) 5062	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Jo Applicable Line) _X_ Form filed by C Form filed by M	One Reporting Pe	rson			
			Person					
(City)	(State) (Zip)	Table I - Non-Derivative Securities Acc	quired, Disposed of	, or Beneficial	ly Owned			
	Fransaction Date 2A. Deer onth/Day/Year) Execution any (Month/I	1 \	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common Stock, Par Value \$.10		Sout Amount (b) The	82,628	I	By Richard M. Frank Rev. Trust			
Common Stock, Par Value			115,600	I	By Frank Family Trust A2			

D

28,150 D

\$

38.2531

87,450

I

By Frank

Trust A2

Family

Edgar Filing: FRANK RICHARD M - Form 4

\$.10

Common								By Frank
Stock, Par	11/01/2004	D	24.150	ь	\$	52.200	_	•
Value	11/01/2004	D	34,150	D	\$ 38.3141	53,300	1	Family
\$.10								Trust A2

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

8. I Der Sec (Ins

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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option	\$ 11.6673					<u>(1)</u>	01/08/2006	Common Stock	86,200
Employee Stock Option	\$ 15.5					(2)	03/07/2007	Common Stock	375,000
Employee Stock Option	\$ 22.6667					(3)	01/05/2008	Common Stock	225,000
Employee Stock Option	\$ 29					<u>(4)</u>	01/03/2009	Common Stock	375,000
Employee Stock Option	\$ 19.9933					<u>(5)</u>	01/13/2010	Common Stock	375,000

Reporting Owners

Reporting Owner Name / Address Relationships

Reporting Owners 2

Edgar Filing: FRANK RICHARD M - Form 4

Director 10% Owner Officer Other

FRANK RICHARD M 4441 W. AIRPORT FREEWAY IRVING, TX 75062

X

Chairman and CEO

Signatures

Richard M. 11/01/2004

**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) Vesting Schedule: 33% after 01/08/01; 66% after 01/08/02; and 100% after 01/08/03.
- (2) Vesting Schedule: 20% after 03/07/01; 40% after 03/07/02; 60% after 03/07/03; 80% after 03/07/04; and 100% after 03/07/05.
- (3) Vesting Schedule: 33% after 01/05/02; 66% after 01/05/03; and 100% after 01/05/04.
- (4) Vesting Schedule: 25% after 01/03/03; 50% after 01/03/04; 75% after 01/03/05; and 100% after 12/05/05.
- (5) Vesting Schedule: 33% after 01/13/04; 66% after 01/13/05; and 100% after 01/13/06.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Signatures 3