

BRASSFIELD SHANN
Form 4
January 19, 2010

FORM 4

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

OMB APPROVAL

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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 *
BRASSFIELD SHANN

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
 Officer (give title below) Other (specify below)

P.O. BOX 1198

01/15/2010

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

LOS GATOS, CA 95031

(City) (State) (Zip)

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)
Common Stock				(A) or (D) Price	8,402	D	
Common Stock				(A) or (D) Price	102,300	D ⁽³⁾	

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)

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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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Options	\$ 22.14	01/15/2010		A	5,017	01/15/2011 01/15/2020	Common Stock	5,017 (2)	
Non-Qualified Stock Options (right to buy)	\$ 9.2					06/19/2003 06/19/2012	Common Stock	10,000 (1)	
Non-Qualified Stock Options (right to buy)	\$ 12.61					01/15/2005 01/15/2014	Common Stock	5,700 (1)	
Non-Qualified Stock Options (right to buy)	\$ 2.875					01/26/2002 01/26/2011	Common Stock	25,000	
Non-Qualified Stock Options (right to buy)	\$ 10					06/19/2004 06/19/2013	Common Stock	10,000 (1)	
Non-Qualified Stock Option(right to buy)	\$ 14.94					01/15/2006 01/15/2015	Common Stock	5,100 (2)	
Non-Qualified Stock Options(right to buy)	\$ 23.61					01/17/2007 01/17/2016	Common Stock	3,100 (2)	
Non-Qualified Stock Options(right to buy)	\$ 20.81					01/16/2008 01/16/2017	Common Stock	4,400 (2)	
Non-Qualified Stock Options	\$ 12.78					01/15/2009 01/15/2018	Common Stock	6,800 (2)	
Non-Qualified Stock Options	\$ 9.37					01/15/2010 01/15/2019	Common Stock	6,400 (2)	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BRASSFIELD SHANN P.O. BOX 1198 LOS GATOS, CA 95031		X		

Signatures

Dianne Scott, Attorney-in-fact for Shann M.
Brassfield

01/19/2010

__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) The options vest 20% per year beginning on the first anniversary of the date of grant.
- (2) The options vest 33 1/3% per year beginning on the first anniversary of the date of grant.
- (3) Mr. Shann Brassfield is the sole trustee of the Shann Michael Brassfield Revocable Trust.

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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