

BRASSFIELD SHANN
Form 4
August 10, 2009

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
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 *
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)
P.O. BOX 1198
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/10/2009

Director 10% Owner
 Officer (give title below) Other (specify below)

LOS GATOS, CA 95031
(City) (State) (Zip)

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

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock					8,402	D	
Common Stock					102,300	D ⁽³⁾	
Common Stock	08/10/2009		S	62,400 ⁽⁵⁾ D \$ 16.1607	0	I	Golden Resorts, Inc. ⁽⁴⁾

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

SEC 1474 (9-02)

number.

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)	Amount or Number of Shares
				Code V (A) (D)		Date Exercisable Expiration Date	Title	
Non-Qualified Stock Options (right to buy)	\$ 12.61					01/15/2005 01/15/2014	Common Stock	5,711
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)	\$ 9.2					06/19/2003 06/19/2012	Common Stock	10,000
Non-Qualified Stock Options (right to buy)	\$ 10					06/19/2004 06/19/2013	Common Stock	10,000
Non-Qualified Stock Option(right to buy)	\$ 14.94					01/15/2006 01/15/2015	Common Stock	5,112
Non-Qualified Stock Options(right to buy)	\$ 23.61					01/17/2007 01/17/2016	Common Stock	3,112
Non-Qualified Stock Options(right to buy)	\$ 20.81					01/16/2008 01/16/2017	Common Stock	4,412
Non-Qualified Stock Options	\$ 12.78					01/15/2009 01/15/2018	Common Stock	6,812
Non-Qualified Stock Options	\$ 9.37	01/15/2009		A	6,481	01/15/2010 01/15/2019	Common Stock	6,481

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

08/10/2009

__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.
- (4) The reporting person disclaims beneficial ownership of these securities, except to the extent of the reporting person's pecuniary interest therein.
- (5) These shares represent shares sold by Golden Resorts, Inc, an affiliate of Mr. Brassfield.

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.