

Edgar Filing: OVERTON DAVID - Form SC 13G/A

OVERTON DAVID  
Form SC 13G/A  
February 12, 2003

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

SCHEDULE 13G  
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULES 13d-1(b)(c), AND (d) AND AMENDMENTS THERETO FILED  
PURSUANT TO RULE 13d-2(b)

(Amendment No. 3)

THE CHEESECAKE FACTORY INCORPORATED  
(Name of Issuer)

COMMON  
(Title of Class of Securities)

163072101  
(CUSIP Number)

DECEMBER 31, 2002  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this  
Schedule is filed:

- Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)

CUSIP No. 163072101

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Page 2 of 5 Pages

- 1. NAME OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

DAVID OVERTON  
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2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)   
(b)

- 3. SEC USE ONLY  
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4. CITIZENSHIP OR PLACE OF ORGANIZATION

UNITED STATES

-----  
NUMBER OF 5. SOLE VOTING POWER  
SHARES 2,856,166  
-----  
BENEFICIALLY 6. SHARED VOTING POWER  
OWNED BY 0  
-----  
EACH 7. SOLE DISPOSITIVE POWER  
REPORTING 2,856,166  
-----  
PERSON 8. SHARED DISPOSITIVE POWER  
WITH 0  
-----

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,856,166

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

|X|

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

5.7%

12. TYPE OF REPORTING PERSON\*

IN

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\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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Item 1(a). Name of Issuer:

The Cheesecake Factory Incorporated  
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Item 1(b). Address of Issuer's Principal Executive Offices:

26950 Agoura Road  
Calabasas Hills, CA 91301  
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Item 2(a). Name of Person Filing:

David Overton

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Item 2(b). Address of Principal Business Office, or if None, Residence:

26950 Agoura Road  
Calabasas Hills, CA 91301

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Item 2(c). Citizenship:

United States

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Item 2(d). Title of Class of Securities:

Common Stock, \$0.01 par value

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Item 2(e). CUSIP Number:

163072101

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Item 3. If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a:

- (a)  Broker or dealer registered under Section 15 of the Exchange Act.
- (b)  Bank as defined in Section 3(a)(6) of the Exchange Act.
- (c)  Insurance company as defined in Section 3(a)(19) of the Exchange Act.
- (d)  Investment company registered under Section 8 of the Investment Company Act.
- (e)  An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f)  An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (g)  A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- (h)  A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
- (i)  A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act;
- (j)  Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

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Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

2,856,166

(b) Percent of class:

5.7%

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote 2,856,166,

(ii) Shared power to vote or to direct the vote 0,

(iii) Sole power to dispose or to direct the disposition of 2,856,166,

(iv) Shared power to dispose or to direct the disposition of 0

Mr. Overton's stock ownership excludes 43,425 shares and 94,500 options to purchase (exercisable within 60 days of December 31, 2002) held by Mr. Overton's spouse. Mr. Overton has no voting or dispositive power over such shares and disclaims beneficial ownership of such shares. Additionally, Mr. Overton's stock ownership includes 46,000 options to purchase stock which are exercisable within 60 days of December 31, 2002.

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities check the following [ ] .

NOT APPLICABLE

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Item 6. Ownership of More Than Five Percent on Behalf of Another Person.

NOT APPLICABLE

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Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

NOT APPLICABLE

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Item 8. Identification and Classification of Members of the Group.

NOT APPLICABLE

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Item 9. Notice of Dissolution of Group.

NOT APPLICABLE

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Item 10. Certifications.

NOT APPLICABLE

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

FEBRUARY 12, 2003

-----  
(Date)

/s/ DAVID OVERTON

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(Signature)

DAVID OVERTON  
CHAIRMAN AND CHIEF EXECUTIVE OFFICER

-----  
(Name/Title)

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties for whom copies are to be sent.

Attention. Intentional misstatements or omissions of fact constitute federal criminal violations (see 18 U.S.C. 1001).