BJs RESTAURANTS INC

Form 4

January 08, 2009

FORM 4

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

OMB Number: 3235-0287

burden hours per

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Expires: January 31, 2005
Estimated average

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue. See Instruction

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

SECURITIES

response...

1(b).

(Print or Type Responses)

1. Name and AcTILLEY WI	•	orting Person *	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	(Chook an approach)				
2200 WEST VALLEY BLVD.			(Month/Day/Year) 12/23/2008	Director X 10% Owner Officer (give title below) Other (specify below)				
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
ALHAMBRA, CA 91803			Filed(Month/Day/Year)					

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	Secur	ities A	equired, Dispose	d of, or Benefi	icially Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	(A) or			5. Amount of Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect (I) Transaction(s) (Instr. 4) (Instr. 3 and 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock, no par value	12/31/2007		Code V G	Amount 32,938	(D)	Price \$ 2.5	1,500,964	D (6) (7)		
Common Stock, no par value							2,624,129	I	By The Jacmar Companies	
Common Stock, no par value							4,000	I	By Bethany Commercial Center Partnership	

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Common Stock, no par value	12/31/2007	G <u>(8)</u>	2,526	A	\$ 2.5	24,313	I	By son (3)
Common Stock, no par value	12/31/2007	G <u>(9)</u>	2,526	A	\$ 2.5	14,713	I	By daughter (4)
Common Stock, no par value						4,000	I	By Jacmar & Jaksick Investment Company (1)
Common Stock, no par value						4,000	I	By TNT Long Beach Partners (5)
Common Stock, no par value						2,200	I	By Nadine B. Tilley and William H. Tilley TTEE FBO Nadine B. Tilley Trust UDT 1/21/2003

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)

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. Transact Code (Instr. 8)	5. ionNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	5	ate	Amou Under Secur	rlying	8. Price of Derivative Security (Instr. 5)
				Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

TILLEY WILLIAM H 2200 WEST VALLEY BLVD. ALHAMBRA, CA 91803

X

Signatures

Dianne Scott Attorney-in-fact for William H. Tilley

01/08/2009

**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 reporting person disclaims beneficial ownership of these securities, except to the extent of the reporting person's pecuniary interest therein.
- (2) The reporting person is the general partner of the partnership that owns the reported securities. The reporting person disclaims beneficial ownership of these securities, except to the extent of the reporting person's pecuniary interest therein.
- (3) Mr. Tilley's son has holdings as follows: 10,400 shares in a 1992 Trust, 8,000 shares in a personal account and 700 shares in a Roth IRA. The reporting person disclaims beneficial ownership of these securities.
- (4) Mr. Tilley's daughter has holdings as follows: 2,200 shares in a 1992 Trust, 7,000 shares in a personal account and 300 shares in a Roth IRA. The reporting person disclaims beneficial ownership of these securities.
- (5) The reporting person is the majority owner of the partnership that owns the reported securities. The reporting person disclaims beneficial ownership of these securities, except to the extent of the reporting person's pecuniary interest therein.
- (6) Mr. Tilley's direct holdings are as follows: 1,485,964 with the William H. Tilley Trust and 15,000 shares in the William Tilley Jacmar SEP IRA.
- (7) On December 23, 2008, Mr. Tilley gifted 2,526 shares from the William H. Tilley Trust to his daughter and 2,526 shares from the William H. Tilley Trust to his son.
- (8) On December 23,2008, Mr. Tilley gifted 2,526 shares from the William Tilley Trust to his son.
- (9) On December 23, 2008, Mr. Tilley gifted 2,526 shares from the William Tilley Trust to his daughter.

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.

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