

Lynds Gregory S  
Form 4  
January 15, 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 \*  
Lynds Gregory S

(Last) (First) (Middle)  
7755 CENTER AVENUE, SUITE 300  
(Street)

HUNTINGTON BEACH, CA 92647

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
BJs RESTAURANTS INC [BJRI]

3. Date of Earliest Transaction (Month/Day/Year)  
12/31/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Exec VP -Chief Dev.Officer

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock					7,518 <sup>(3)</sup>	D	
Common Stock	12/31/2008		A		10,000	A	\$ 10.11
					10,000 <sup>(4)</sup>	D	

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

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SEC 1474 (9-02)

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**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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
				Code V (A) (D)		Date Exercisable Expiration Date	Title	
Common Stock Purchase Option	\$ 13.57					04/15/2007 <sup>(1)</sup> 04/16/2014	Common Stock	2,500
Common Stock Purchase Option	\$ 15.5					02/22/2008 <sup>(1)</sup> 02/23/2015	Common Stock	8,890
Common Stock Purchase Option	\$ 23.26					01/04/2007 <sup>(2)</sup> 01/04/2016	Common Stock	15,000
Common Stock Purchase Option	\$ 11.26					07/22/2004 <sup>(2)</sup> 07/23/2013	Common Stock	90,000
Common Stock Purchase Option	\$ 19.96					01/03/2008 <sup>(2)</sup> 01/03/2017	Common Stock	10,000
Non Qualified Stock Options	\$ 16.63					01/02/2009 <sup>(2)</sup> 01/02/2018	Common Stock	18,100
Non Qualified Stock Options	\$ 10.11	12/31/2008		A	15,000	12/31/2009 <sup>(2)</sup> 12/31/2018	Common Stock	15,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Lynds Gregory S  
7755 CENTER AVENUE  
SUITE 300  
HUNTINGTON BEACH, CA 92647

Exec VP -Chief Dev.Officer

## Signatures

Dianne Scott, Attorney-in-fact for Gregory S.  
Lynds

01/15/2009

\_\_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) Options vest 33 1/3% per year beginning on the third anniversary of the date of grant.
- (2) Options vest 20% per yer beginning on the first anniversary of the date of grant.
- (3) These shares represent a restricted stock award vesting in five equal installments beginning on 1/2/2009.
- (4) These shares represent a restricted stock award vesting in five equal installments of each 2,000 shares beginning on 12/31/2009.

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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