

OLIVER THOMAS W
Form 4
January 15, 2003

FORM 4

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

OMB APPROVAL

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

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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

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1. Name and Address of Reporting Person* Oliver Thomas W. (Last) (First) (Middle)			2. Issuer Name and Ticker or Trading Symbol CEC Entertainment, Inc. ("CEC")			6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Executive Vice President of CEC Entertainment Concepts, L.P., a Wholly Owned Subsidiary of Issuer		
4441 W. Airport Freeway			3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)			4. Statement for Month/Day/Year 01/13/03		
(Street) Irving, TX 75062			5. If Amendment, Date of Original (Month/Day/Year)			7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 & 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 & 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, Par Value \$.10								0		

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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FORM 4 (continued) 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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities Acquired	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 & 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned	10. Ownership Form of Deriv-	11. Nature of Indirect Beneficial Owners (Instr. 4)
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	Security	Day/ Year)	(Month/ Day/ Year)	(Instr. 8)	(A) or Disposed of (D)		Date Exer-cisable	Expira- tion Date	Title	Amount or Number of Shares	Following Reported Transaction(s) (Instr. 4)	ative Security: Direct (D) or Indirect (I) (Instr. 4)	
					(Instr. 3, 4 & 5)								
				Code	V	(A)	(D)						
Employee Stock Option	\$23.2500	03/07/00						(1)	03/07/07	Common Stock	19,191	19,191	D
Employee Stock Option	\$23.2500	03/07/00						(2)	03/07/07	Common Stock	30,000	49,191	D
Employee Stock Option	\$34.0000	01/05/01						(3)	01/05/08	Common Stock	50,000	99,191	D
Employee Stock Option	\$43.5000	01/03/02						(4)	01/03/09	Common Stock	10,000	109,191	D
Employee Stock Option	\$29.9900	01/13/03		A		100,000		(5)	01/13/10	Common Stock	100,000	209,191	D

Explanation of Responses:

(1) Vesting Schedule: 50% after 03/07/02; 75% after 03/07/03; and 100% after 03/07/04.

(2) Vesting Schedule: 50% after 03/07/01; 75% after 03/07/02; and 100% after 03/07/03.

(3) Vesting Schedule: 50% after 01/05/03; 75% after 01/05/04; and 100% after 01/05/05.

(4) Vesting Schedule: 50% after 01/03/04; 75% after 01/03/05; and 100% after 01/03/06.

(5) Vesting Schedule: 33% after 01/13/04; 66% after 01/13/05; and 100% after 01/13/06.

By: /s/ **Thomas W. Oliver**

01/15/03

Date

**Signature of Reporting Person

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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