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OSI RESTAURANT PARTNERS, INC. Form 4 January 24, 2007 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading BRABSON JOHN ANDERSON JR Issuer Symbol OSI RESTAURANT PARTNERS, (Check all applicable) INC. [OSI] (Last) (First) (Middle) 3. Date of Earliest Transaction X_ Director 10% Owner Officer (give title Other (specify (Month/Day/Year) below) below) C/O OSI RESTAURANT 01/23/2007 PARTNERS, INC., 2202 N. WEST SHORE BLVD., 5TH FLOOR (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting TAMPA, FL 33607 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 3. 1.Title of 2. Transaction Date 2A. Deemed 4. Securities 5. Amount of 6. Ownership 7. Nature of Indirect Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial anv (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership (Instr. 4) Following (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Common Stock, par 21,031 D value \$.01

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

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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. Transactio Code (Instr. 8)	5. Number of onDerivative 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 Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units ("PSU")	<u>(1)</u>	01/23/2007		А	225.65	<u>(2)</u>	<u>(2)</u>	Common Stock	225.65
Stock Option (right to buy)	\$ 38.42					07/23/2003	07/23/2013	Common Stock	15,003

Reporting Owners

Reporting Owner Name / AddressRelationsHisticDirector10% OwnerOfficerOtherBRABSON JOHN ANDERSON JR
C/O OSI RESTAURANT PARTNERS, INC.
2202 N. WEST SHORE BLVD., 5TH FLOOR
TAMPA, FL 33607XYYYSignaturesXYYYYYSignatures01/24/2007DateYYY

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 security converts to common stock on a one-to-one basis.
- (2) The PSU were accrued under the Company's Deferred Compensation and Stock Plan ("Plan") and are settled 100% in the Company's common stock upon cessation as a director.
- (3) Not applicable.
- (4) Derivative securities beneficially owned as of the end of reporting period include: (i) 439.26 PSU acquired in 1998 at prices ranging from \$18.070 to \$24.697; (ii) 336.37 PSU acquired in 1999 at prices ranging from \$25.33 to \$36.68; (iii) 378.49 PSU acquired in 2000 at prices ranging from \$23.603 to \$29.821; (iv) 394.05 PSU acquired in 2001 at prices ranging from \$24.85 to \$27.98; (v) 331.31 PSU acquired in 2002 at prices ranging from \$28.00 to \$37.38; (vi) 338.78 PSU acquired in 2003 at prices ranging from \$33.82 to \$38.64; (vii)

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814.76 PSU acquired in 2004 at prices ranging from \$40.38 to \$48.36; (viii) 982.67 PSU acquired in 2005 at prices ranging from \$39.71 to \$46.05; (ix) 1068.85 PSU acquired in 2006 at prices ranging from \$32.38 to \$43.15; and (x) 225.65 PSU acquired in 2007 at a price of \$39.33, all such PSU are to be settled 100% in the Company's common stock upon cessation as a director of the Company.

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.