

DAL POZZO JAMES
Form 4
February 10, 2006

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
DAL POZZO JAMES

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)
2200 WEST VALLEY BLVD.

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
01/17/2006

Director 10% Owner
 Officer (give title below) Other (specify below)

ALHAMBRA, CA 91803

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Beneficial Ownership (Instr. 4)
Common Stock				(A) or (D)			
			Code	V	Amount	(D)	Price
Common Stock					102,300	D	
Common Stock					2,624,129	I	The Jacmar Companies <u>(1)</u>
Common Stock					111,300	I	The William Tilley Family Foundation <u>(1)</u>
Common Stock					15,031	I	The John Tilley 1992

Common Stock	7,700	I	Trust ⁽¹⁾ The Nicole Tilley 1992 Trust ⁽¹⁾
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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. 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 Security (Instr. 3 and 4)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of
Non-Qualified Stock Option (right to buy)	\$ 12.61					01/15/2005 ⁽²⁾		01/15/2014		Common Stock	5
Non-Qualified Stock Option (right to buy)	\$ 2.875					01/26/2002		01/26/2011		Common Stock	2
Non-Qualified Stock Options(right to buy)	\$ 9.2					06/19/2003 ⁽²⁾		06/19/2012		Common Stock	1
Non-Qualified Stock Options (right to buy)	\$ 10					06/19/2004 ⁽²⁾		06/19/2013		Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 14.94					01/15/2006 ⁽³⁾		01/15/2015		Common Stock	5
Non-Qualified Stock Options(right to buy)	\$ 23.61	01/17/2006		A	3,155	01/17/2007 ⁽³⁾		01/17/2016		Common Stock	3

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DAL POZZO JAMES 2200 WEST VALLEY BLVD. ALHAMBRA, CA 91803		X		

Signatures

Dianne Scott, Attorney-in-fact for James A. Dal Pozzo 02/09/2006

__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 options vest 20% per year beginning on the first anniversary of the date of grant.
 - (3) The options vest 33 1/3% per year beginning on the first anniversary of the date of grant.

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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