Edgar Filing: RARE HOSPITALITY INTERNATIONAL INC - Form 4

RARE HOSPITALITY INTERNATIONAL INC

Form 4 May 18, 2006

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or Form 5

Check this box

SECURITIES

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

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

(Print or Type Responses)

1(b).

(Last)

(City)

8215 ROSWELL

1. Name and Address of Reporting Person * GEORGE DAVID C

(First)

(State)

(Middle)

(Zip)

2. Issuer Name and Ticker or Trading Symbol

RARE HOSPITALITY INTERNATIONAL INC [RARE]

3. Date of Earliest Transaction

05/17/2006

(Month/Day/Year)

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB

Number:

Expires:

response...

Estimated average

burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

Director 10% Owner _X__ Officer (give title __X__ Other (specify

below) below)

Vice President / President-LongHorn

Steakhouse

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

Table I. Non-Derivative Securities Acquired Disposed of or Reneficially Owned

ATLANTA, GA 30350

ROAD, BUILDING 600

		Table 1 - Non-Derivative Securities Acquired, Disposed 61, 61 Denenciany Owned								
1.Title of	2. Transaction Date		3. T				5. Amount of	6. Ownership		
Security (Instr. 3)	(Month/Day/Year)	Execution Date, if	Code	` ′	curities Acquired or Disposed of (D) c. 3, 4 and 5) (A) or unt (D) Price (Institute of A		Securities Beneficially	Form: Direct (D) or	Indirect Beneficial	
(IIIsu. 3)		any (Month/Day/Year)	(Instr. 8)	(msu. 3,	4 and	3)	Owned	Indirect (I)	Ownership	
		(· · · · · · · · · · · · · · · · · · ·	(,				Following	(Instr. 4)	(Instr. 4)	
					(A)		Reported			
							Transaction(s)			
			Code V	Amount		Price	(Instr. 3 and 4)			
Common Stock	05/17/2006		M	5,000	A	\$ 12.02	12,309	D		
Common Stock	05/17/2006		S	5,000	D	\$ 32	7,309	D		

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)

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	SA. Deemed Execution Date, if any (Month/Day/Year)	Transactic Code (Instr. 8)	S. 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 Amo Underlying Sect (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	An or No of Sh
Non-Qualified Stock Option (right to buy)	\$ 12.02	05/17/2006		M	5,000	10/25/2002(1)	10/25/2011	Common Stock	5

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

GEORGE DAVID C 8215 ROSWELL ROAD BUILDING 600 ATLANTA, GA 30350

Vice President President-LongHorn Steakhouse

Signatures

1 Title of

David C. George, by Joia M. Johnson, Attorney-In-Fact 05/18/2006

**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) 3,327 options vested and became exercisable on October 25, 2002; 2,496 options vested and became exercisable on October 25, 2003; and 2,496 options vested and became exercisable on October 25, 2004.

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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