

OUTBACK STEAKHOUSE INC  
Form 4  
August 04, 2005

**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 \*  
CAREY WILLIAM RUSSELL JR

2. Issuer Name and Ticker or Trading Symbol  
OUTBACK STEAKHOUSE INC  
[OSI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
08/03/2005

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

C/O OUTBACK STEAKHOUSE, INC., 2202 N. WEST SHORE BLVD., 5TH FLOOR

(Street)

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

TAMPA, FL 33607

(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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, par value \$.01	08/03/2005		S		2,200	D	\$ 46.42
							3,400
Common Stock, par value \$.01	08/03/2005		S		800	D	\$ 46.43
							2,600
Common Stock, par value \$.01	08/03/2005		S		100	D	\$ 46.44
							2,500

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Common Stock, par value \$.01	08/03/2005	S	1,100	D	\$ 46.45	1,400	D
Common Stock, par value \$.01	08/03/2005	S	1,400	D	\$ 46.47	0	D

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(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 of Underlying Securities (Instr. 3 and 4)	8. Price Derivati Security (Instr. 5)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Phantom Stock Units ("PSU")	(1)					(2)	(2)	Common Stock	7,095.33

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director    10% Owner    Officer    Other

CAREY WILLIAM RUSSELL JR  
C/O OUTBACK STEAKHOUSE, INC.  
2202 N. WEST SHORE BLVD., 5TH FLOOR  
TAMPA, FL 33607

X

## Signatures

/s/ Kelly B. Lefferts,  
Attorney-in-Fact

08/04/2005

\*\*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 security converts to common stock on a one-to-one basis.

Derivative securities beneficially owned as of the end of reporting period include: (i) 568.70 PSU accrued in 1997 at prices ranging from \$15.840 to \$17.669; (ii) 466.93 PSU accrued in 1998 at prices ranging from \$18.070 to \$24.697; (iii) 336.37 PSU accrued in 1999 at prices ranging from \$25.33 to \$36.68; (iv) 650.79 PSU accrued in 2000 at prices ranging from \$23.603 to \$29.821; (v) 788.10 PSU

(2) accrued in 2001 at prices ranging from \$24.85 to \$27.98; (vi) 691.69 PSU accrued in 2002 at prices ranging from \$28.00 to \$37.38; (vii) 674.07 PSU accrued in 2003 at prices ranging from \$33.82 to \$38.64; (viii) 1584.12 PSU accrued in 2004 at prices ranging from \$40.38 to \$48.36; and (ix) 898.03 PSU accrued in 2005 at prices ranging from \$44.24 to \$46.05, all such PSU are to be settled 100% in the Company's common stock upon cessation as a director of the Company.

### Remarks:

This is the second of two Form 4s filed by the reporting person on the same date, August 4, 2005.

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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