

Edgar Filing: OUTBACK STEAKHOUSE INC - Form 5

OUTBACK STEAKHOUSE INC

Form 5

February 05, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

() Form 3 Holdings Reported

() Form 4 Transactions Reported

1. Name and Address of Reporting Person

Carey, W. R.
 4401 Northside Parkway, Suite 100
 Atlanta, GA 30327

2. Issuer Name and Ticker or Trading Symbol

Outback Steakhouse, Inc.
 OSI

3. IRS or Social Security Number of Reporting Person (Voluntary)

157-36-8434

4. Statement for Month/Year

12/31/01

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

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

7. Individual or Joint/Group Reporting (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 Beneficially Owned

1. Title of Security	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Year Price
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Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date Date	7. Title and Amount of Underlying Securities Title and Number of Shares	8. Price of Underlying Securities Price
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Phantom Stock Units	1-1	1/24/01	A	231.39	A (1) (1)	Common Stock	231.39	\$24
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Phantom Stock Units	1-1	4/25/01	A	206.21	A	(1)	(1)	Common Stock	206.21	\$25
Phantom Stock Units	1-1	7/25/01	A	169.76	A	(1)	(1)	Common Stock	169.76	\$27
Phantom Stock Units	1-1	10/24/01	A	180.75	A	(1)	(1)	Common Stock	180.75	\$26
Stock Option (right to buy)	10.67					(3)	1/27/03	Common Stock	45,000	

Explanation of Responses:

(1) The phantom stock units were accrued under the Company's Deferred Compensation and Stock Plan and are settled 100% in the Company's common stock upon the reporting person's cessation as a director of the Company.

(2) Derivative securities beneficially owned at end of year include (i) 568.70 phantom stock units accrued in fiscal year 1997 ranging in stock prices from \$15.840 to \$17.669 and are each settled 100% in the Company's common stock upon cessation as a director of the Company; (ii) 466.93 phantom stock units accrued in fiscal year 1998 ranging in stock prices from \$18.070 to \$24.697, and are each settled 100% in the Company's common stock upon cessation as a director of the Company; (iii) 336.37 phantom stock units accrued in fiscal year 1999 ranging in stock prices from \$25.33 to \$36.68, and are each settled 100% in the Company's common stock upon cessation as a director of the Company; and (iv) 650.79 phantom stock units accrued in fiscal year 2000 ranging in stock prices from \$23.603 to \$29.821, and are each settled 100% in the Company's common stock upon cessation as a director of the Company.

(3) Currently exercisable. The option vested in three equal annual installments beginning on January 27, 1993.

SIGNATURE OF REPORTING PERSON

W. R. Carey

DATE

January 23, 2002