

APPLEBEES INTERNATIONAL INC

Form 4

November 29, 2007

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

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

## OMB APPROVAL

OMB  
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2005  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
CONANT DOUG

(Last) (First) (Middle)

C/O APPLEBEE'S  
INTERNATIONAL INC, 4551  
WEST 107TH STREET

(Street)

OVERLAND PARK, KS 66207

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
APPLEBEES INTERNATIONAL  
INC [APPB]

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/29/2007

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ 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 (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)
			Code	V	Amount	(A) or (D)	Price \$ (1)
Common Stock	11/29/2007		D		10,106	D	25.50

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  
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SEC 1474  
(9-02)

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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. 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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 22.77	11/29/2007		D	5,130	<u>(2)</u>	01/03/2016	Common Stock	5,130
Employee Stock Option (right to buy)	\$ 22.77	11/29/2007		D	8,400	<u>(3)</u>	01/03/2016	Common Stock	8,400
Employee Stock Option (right to buy)	\$ 22.77	11/29/2007		D	5,500	<u>(4)</u>	01/03/2016	Common Stock	5,500
Employee Stock Option (right to buy)	\$ 26.01	11/29/2007		D	4,490	<u>(5)</u>	01/03/2015	Common Stock	4,490
Employee Stock Option (right to buy)	\$ 26.01	11/29/2007		D	5,500	<u>(6)</u>	01/03/2015	Common Stock	5,500
Employee Stock Option (right to buy)	\$ 25.79	11/29/2007		D	20,250	<u>(7)</u>	01/02/2014	Common Stock	20,250
Employee Stock Option (right to	\$ 25.79	11/29/2007		D	3,885	<u>(8)</u>	01/02/2014	Common Stock	3,885

buy)

Employee  
Stock

Option (right to buy)	\$ 16.25	11/29/2007	D	6,165	<u>(9)</u>	01/02/2013	Common Stock	6,165
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Employee  
Stock

Option (right to buy)	\$ 16.25	11/29/2007	D	20,250	<u>(10)</u>	01/02/2013	Common Stock	20,250
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Employee  
Stock

Option (right to buy)	\$ 14.72	11/29/2007	D	6,817	<u>(11)</u>	01/02/2012	Common Stock	6,817
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Employee  
Stock

Option (right to buy)	\$ 14.72	11/29/2007	D	20,250	<u>(12)</u>	01/02/2012	Common Stock	20,250
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Employee  
Stock

Option (right to buy)	\$ 9.81	11/29/2007	D	20,250	<u>(13)</u>	03/09/2011	Common Stock	20,250
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Employee  
Stock

Option (right to buy)	\$ 8.96	11/29/2007	D	20,250	<u>(14)</u>	01/02/2011	Common Stock	20,250
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Employee  
Stock

Option (right to buy)	\$ 9.94	11/29/2007	D	16,875	<u>(15)</u>	05/04/2010	Common Stock	16,875
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## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director	10% Owner	Officer	Other
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CONANT DOUG C/O APPLEBEE'S INTERNATIONAL INC 4551 WEST 107TH STREET OVERLAND PARK, KS 66207	X
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## Signatures

/s/ Becky Tildon

11/29/2007

\*\*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) Pursuant to the terms of the Agreement and Plan of Merger dated July 15, 2007, between IHOP Corp., CHCH Corp. and the issuer (the "Merger Agreement"), these shares of Common Stock were cancelled in the merger in exchange for a cash payment, representing the value of the merger consideration of \$25.50 multiplied by the number of shares of Common Stock.

(2) Pursuant to the Merger Agreement, this option, which provided for full vesting on January 3, 2007, was cancelled in the merger in exchange for a cash payment, representing the difference between the exercise price of the option and the merger consideration of \$25.50, multiplied by the number of shares of Common Stock subject to the option, whether vested or unvested.

(3) Pursuant to the Merger Agreement, this option, which provided for full vesting on January 3, 2007, was cancelled in the merger in exchange for a cash payment, representing the difference between the exercise price of the option and the merger consideration of \$25.50, multiplied by the number of shares of Common Stock subject to the option, whether vested or unvested.

(4) Pursuant to the Merger Agreement, this option, which provided for full vesting on January 3, 2007, was cancelled in the merger in exchange for a cash payment, representing the difference between the exercise price of the option and the merger consideration of \$25.50, multiplied by the number of shares of Common Stock subject to the option, whether vested or unvested.

(5) Pursuant to the Merger Agreement, this option, which provided for full vesting on January 3, 2006, was cancelled in the merger in exchange for a cash payment, representing the difference between the exercise price of the option and the merger consideration of \$25.50, multiplied by the number of shares of Common Stock subject to the option, whether vested or unvested.

(6) Pursuant to the Merger Agreement, this option, which provided for full vesting on January 3, 2006, was cancelled in the merger in exchange for a cash payment, representing the difference between the exercise price of the option and the merger consideration of \$25.50, multiplied by the number of shares of Common Stock subject to the option, whether vested or unvested.

(7) Pursuant to the Merger Agreement, this option, which provided for full vesting on January 2, 2005, was cancelled in the merger in exchange for a cash payment, representing the difference between the exercise price of the option and the merger consideration of \$25.50, multiplied by the number of shares of Common Stock subject to the option, whether vested or unvested.

(8) Pursuant to the Merger Agreement, this option, which provided for full vesting on January 2, 2005, was cancelled in the merger in exchange for a cash payment, representing the difference between the exercise price of the option and the merger consideration of \$25.50, multiplied by the number of shares of Common Stock subject to the option, whether vested or unvested.

(9) Pursuant to the Merger Agreement, this option, which provided for full vesting on January 2, 2004, was cancelled in the merger in exchange for a cash payment, representing the difference between the exercise price of the option and the merger consideration of \$25.50, multiplied by the number of shares of Common Stock subject to the option, whether vested or unvested.

(10) Pursuant to the Merger Agreement, this option, which provided for full vesting on January 2, 2004, was cancelled in the merger in exchange for a cash payment, representing the difference between the exercise price of the option and the merger consideration of \$25.50, multiplied by the number of shares of Common Stock subject to the option, whether vested or unvested.

(11) Pursuant to the Merger Agreement, this option, which provided for full vesting on January 2, 2003, was cancelled in the merger in exchange for a cash payment, representing the difference between the exercise price of the option and the merger consideration of \$25.50, multiplied by the number of shares of Common Stock subject to the option, whether vested or unvested.

(12) Pursuant to the Merger Agreement, this option, which provided for full vesting on January 2, 2003, was cancelled in the merger in exchange for a cash payment, representing the difference between the exercise price of the option and the merger consideration of \$25.50, multiplied by the number of shares of Common Stock subject to the option, whether vested or unvested.

(13) Pursuant to the Merger Agreement, this option, which provided for full vesting on March 9, 2002, was cancelled in the merger in exchange for a cash payment, representing the difference between the exercise price of the option and the merger consideration of \$25.50, multiplied by the number of shares of Common Stock subject to the option, whether vested or unvested.

(14) Pursuant to the Merger Agreement, this option, which provided for full vesting on January 2, 2002, was cancelled in the merger in exchange for a cash payment, representing the difference between the exercise price of the option and the merger consideration of \$25.50, multiplied by the number of shares of Common Stock subject to the option, whether vested or unvested.

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Pursuant to the Merger Agreement, this option, which provided for full vesting on May 4, 2001, was cancelled in the merger in  
**(15)** exchange for a cash payment, representing the difference between the exercise price of the option and the merger consideration of \$25.50, multiplied by the number of shares of Common Stock subject to the option, whether vested or unvested.

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.