

BIGLARI, SARDAR
Form 4
September 01, 2009

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 *
BIGLARI, SARDAR

2. Issuer Name and Ticker or Trading Symbol
STEAK & SHAKE CO [SNS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
**C/O THE LION FUND, L.P., 9311
SAN PEDRO AVENUE, SUITE
1440**

3. Date of Earliest Transaction
(Month/Day/Year)
08/28/2009

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

(Street)
SAN ANTONIO, TX 78216

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Common Stock, par value \$0.50 | 08/28/2009 | | | P 20,000 A \$ 11.0318 | 100,000 | I | By Mustang Capital Partners I, LP ⁽¹⁾ |
| Common Stock, par value \$0.50 | 09/01/2009 | | | P 45,000 A \$ 10.4293 | 145,000 | I | By Mustang Capital Partners I, LP ⁽¹⁾ |
| Common Stock, par value | 08/28/2009 | | | P 5,000 A \$ 11.0318 | 25,000 | I | By Mustang Capital Partners II, |

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| | | | | | | | | |
|--------------------------------|------------|---|--------|---|------------|-----------|---|---|
| \$0.50 | | | | | | | | LP ⁽²⁾ |
| Common Stock, par value \$0.50 | 09/01/2009 | P | 5,000 | A | \$ 10.4293 | 30,000 | I | By Mustang Capital Partners II, LP ⁽²⁾ |
| Common Stock, par value \$0.50 | 08/31/2009 | P | 31,300 | A | \$ 10.648 | 1,023,000 | I | By The Lion Fund, L.P. ⁽³⁾ |
| Common Stock, par value \$0.50 | 09/01/2009 | P | 17,500 | A | \$ 10.3082 | 1,040,500 | I | By The Lion Fund, L.P. ⁽³⁾ |
| Common Stock, par value \$0.50 | | | | | | 1,553,545 | I | By Western Acquisitions L.P. ⁽⁴⁾ |

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.

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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 of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other
 X Chief Executive Officer

BIGLARI, SARDAR
C/O THE LION FUND, L.P.
9311 SAN PEDRO AVENUE, SUITE 1440
SAN ANTONIO, TX 78216

Signatures

/s/ Biglari,
Sardar

09/01/2009

__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).

Shares owned directly by Mustang Capital Partners I, LP ("MCPI"). Mr. Biglari is the Chairman of the Board and Chief Executive Officer of Western Sizzlin Corp. ("Western Sizzlin") and has been delegated investment discretion over the securities owned by Western

- (1) Sizzlin. Western Sizzlin owns a controlling interest in the investment manager to and general partner of MCPI. Accordingly, Mr. Biglari may be deemed to beneficially own the shares held directly by MCPI. Mr. Biglari disclaims beneficial ownership of the shares held directly by MCPI except to the extent of his pecuniary interest therein.

Shares owned directly by Mustang Capital Partners II, LP ("MCPII"). Mr. Biglari is the Chairman of the Board and Chief Executive Officer of Western Sizzlin Corp. and has been delegated investment discretion over the securities owned by Western Sizzlin. Western

- (2) Sizzlin owns a controlling interest in the investment manager to and general partner of MCPII. Accordingly, Mr. Biglari may be deemed to beneficially own the shares held directly by MCPII. Mr. Biglari disclaims beneficial ownership of the shares held directly by MCPII except to the extent of his pecuniary interest therein.

Shares owned directly by The Lion Fund, L.P. (the "Lion Fund"). Mr. Biglari is the Chief Executive Officer of Biglari Capital Corp., the general partner of the Lion Fund. Accordingly, Mr. Biglari may be deemed to beneficially own the shares held directly by the Lion Fund.

- (3) Mr. Biglari disclaims beneficial ownership of the shares held directly by the Lion Fund except to the extent of his pecuniary interest therein.

Shares owned directly by Western Acquisitions L.P. ("Western Acquisitions"). Mr. Biglari is the Chairman of the Board and Chief Executive Officer of Western Investments Inc., a wholly owned subsidiary of Western Sizzlin and the general partner of Western

- (4) Acquisitions. Accordingly, Mr. Biglari may be deemed to beneficially own the shares held directly by Western Acquisitions. Mr. Biglari disclaims beneficial ownership of the shares held directly by Western Acquisitions except to the extent of his pecuniary interest therein.

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.