

MILNE DAVID C  
Form 4  
February 18, 2009

**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 \*  
MILNE DAVID C

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)  
36 S. PENNSYLVANIA, SUITE 500

3. Date of Earliest Transaction (Month/Day/Year)  
02/17/2009

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
VP, General Counsel; Secretary

(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

INDIANAPOLIS, IN 46204

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock                    | 02/17/2009                           |  | D                              | (A) or (D)<br>Code V Amount (D) Price<br>19,700 \$ 0<br>(1) (1)   | 9,109   | 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)**

Edgar Filing: MILNE DAVID C - Form 4

| 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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Option                                     | \$ 17.14   | 02/17/2009                           |  | D                              | 5,000<br><u>(1)</u>   | 08/04/2004 08/04/2009                                    | Common Stock  | 5,000                      |
| Option                                     | \$ 16.51   | 02/17/2009                           |  | D                              | 1,800<br><u>(1)</u>   | 05/08/2008 05/08/2017                                    | Common Stock  | 1,800                      |
| Option                                     | \$ 19.75   | 02/17/2009                           |  | D                              | 6,000<br><u>(1)</u>   | 09/14/2005 09/14/2010                                    | Common Stock  | 6,000                      |
| Option                                     | \$ 17.47   | 02/17/2009                           |  | D                              | 6,900<br><u>(1)</u>   | 02/08/2007 02/08/2016                                    | Common Stock  | 6,900                      |
| Option                                     | \$ 19.71   | 02/17/2009                           |  | D                              | 1,574<br><u>(1)</u>   | 02/21/2005 02/21/2010                                    | Common Stock  | 1,574                      |
| Option                                     | \$ 15.1  | 02/17/2009                           |  | D                              | 1,954<br><u>(1)</u>   | 05/11/2007 05/01/2012                                    | Common Stock  | 1,954                      |
| Option                                     | \$ 17.17   | 02/17/2009                           |  | D                              | 288 <u>(1)</u>  | 09/29/2006 09/29/2011                                    | Common Stock  | 288                        |
| Option                                     | \$ 17.72   | 02/17/2009                           |  | D                              | 6,700<br><u>(1)</u>   | 02/06/2008 02/06/2017                                    | Common Stock  | 6,700                      |
| Option                                     | \$ 7.48  | 02/17/2009                           |  | D                              | 22,800<br><u>(1)</u>  | 04/12/2009 04/12/2018                                    | Common Stock  | 22,800                     |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                                |       |
|--|---------------|-----------|--------------------------------|-------|
|  | Director      | 10% Owner | Officer                        | Other |
| MILNE DAVID C<br>36 S. PENNSYLVANIA<br>SUITE 500<br>INDIANAPOLIS, IN 46204 |               |           | VP, General Counsel; Secretary |       |

## Signatures

David C. Milne                      02/18/2009

\_\_Signature of                      Date  
Reporting Person

## 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) These shares were forfeited when Mr. Milne left the Company.

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.