

LONE STAR STEAKHOUSE & SALOON INC
Form DEFA14A
December 06, 2006

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

SCHEDULE 14A
(RULE 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT

SCHEDULE 14A INFORMATION

PROXY STATEMENT PURSUANT TO SECTION 14(a) OF THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Under Rule 14a-12

LONE STAR STEAKHOUSE & SALOON, INC.

(Name of Registrant as Specified in Its Charter)

(Name of Persons(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

- (1) Title of each class of securities to which transaction applies:
COMMON STOCK, \$.01 PAR VALUE PER SHARE, OF LONE STAR STEAKHOUSE & SALOON, INC.
- (2) Aggregate number of securities to which transaction applies:
21,434,908 SHARES OF COMMON STOCK AND OPTIONS TO PURCHASE 3,593,734 SHARES OF COMMON STOCK.
- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined): THE FILING FEE WAS DETERMINED BY MULTIPLYING 0.000107 BY THE SUM OF (I) \$586,244,734, WHICH IS THE PRODUCT OF 21,434,908 OUTSTANDING SHARES OF LONE STAR STEAKHOUSE & SALOON, INC. COMMON STOCK AND THE

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TRANSACTION CONSIDERATION OF \$27.35 PER SHARE AND (II) \$35,110,781, WHICH IS THE PRODUCT OF OUTSTANDING OPTIONS TO PURCHASE 3,593,734 SHARES OF COMMON STOCK AND \$9.77, WHICH IS THE AMOUNT EQUAL TO THE EXCESS OF \$27.35 PER SHARE OVER THE WEIGHTED AVERAGE EXERCISE PRICE PER SHARE OF SUCH OUTSTANDING OPTIONS.