

Edgar Filing: JACK IN THE BOX INC /NEW/ - Form 8-K

JACK IN THE BOX INC /NEW/
Form 8-K
August 07, 2007

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): August 2, 2007

JACK IN THE BOX INC.

(Exact name of registrant as specified in its charter)

DELAWARE	1-9390	95-2698708
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(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification Number)
9330 BALBOA AVENUE, SAN DIEGO, CA		92123
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(Address of principal executive offices)		(Zip Code)

(858) 571-2121

(Registrant's telephone number, including area code)

N/A

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- | Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- | Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- | Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- | Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 5.03 AMENDMENTS TO ARTICLES OF INCORPORATION OR BYLAWS; CHANGE IN FISCAL

YEAR.

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On August 2, 2007, effective immediately, the Board of Directors of Jack in the Box Inc. approved amendment and restatement of the corporation's by-laws for the primary purpose of amending Article VI in order to incorporate provisions and establish procedures for shares of stock in the corporation to be uncertificated shares. In addition, the amended and restated by-laws include amendments to Article VIII in order to incorporate additional provisions relating to the corporate seal, waivers of notice, evidence of authority, severability, notices and reliance upon books, reports and records. The provisions that were revised or added are set forth in Sections 6.01 through 6.05 and in Sections 8.01 through 8.06. The amended and restated by-laws are attached as Exhibit 3.2.

ITEM 8.01 OTHER EVENTS

On August 7, 2007, the corporation issued a press release, furnished as Exhibit 99.1 and incorporated herein by reference, announcing the approval by the corporation's Board of Directors of a two-for-one split of the corporation's common stock to be effected in the form of a 100% stock dividend, subject to approval by the corporation's stockholders of an increase in the number of authorized shares of the corporation's common stock. In the same press release, the corporation announced that it will hold a special meeting of stockholders, tentatively scheduled for 2 p.m. PDT on September 21, 2007, to vote on such increase in the number of authorized shares of common stock.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(C) EXHIBITS

The following exhibit is filed as part of this report:

Exhibit	Description
No.	-----
3.2	Amended and Restated By-Laws of Jack in the Box Inc.
99.1	Press Release of Jack in the Box Inc. dated August 7, 2007

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

JACK IN THE BOX INC.
By: JERRY P. REBEL

Jerry P. Rebel
Executive Vice President
Chief Financial Officer
(Principal Financial Officer)
(Duly Authorized Signatory)
Date: August 7, 2007