

REMEDYTEMP INC
Form 4
July 05, 2006

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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(Print or Type Responses)

1. Name and Address of Reporting Person *
ZAEPFEL JOHN B

(Last) (First) (Middle)

101 ENTERPRISE

(Street)

ALISO VIEJO, CA 92656

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
REMEDYTEMP INC [REMX]

3. Date of Earliest Transaction
(Month/Day/Year)
06/30/2006

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class A Common Stock	06/30/2006		D		7,853	D	0

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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information contained in this form are not
required to respond unless the form
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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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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
Class A Common Stock (right to buy)	\$ 13	06/30/2006		D	10,000	<u>(2)</u>	07/09/2006	Class A Common	10,000
Class A Common Stock (right to buy)	\$ 19.25	06/30/2006		D	5,000	<u>(3)</u>	02/19/2007	Class A Common	5,000
Class A Common Stock (right to buy)	\$ 24.75	06/30/2006		D	5,000	<u>(4)</u>	02/18/2008	Class A Common	5,000
Class A Common Stock (right to buy)	\$ 17.5	06/30/2006		D	5,000	<u>(5)</u>	02/17/2009	Class A Common	5,000
Class A Common Stock (right to buy)	\$ 21.875	06/30/2006		D	2,500	<u>(6)</u>	02/28/2010	Class A Common	2,500
Class A Common Stock (right to buy)	\$ 13.625	06/30/2006		D	2,500	<u>(7)</u>	02/28/2011	Class A Common	2,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

ZAEPFEL JOHN B
101 ENTERPRISE
ALISO VIEJO, CA 92656

X

Signatures

/s/ Gunnar B. Gooding Attorney-in-fact for Reporting
Person

07/05/2006

__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) These shares were cancelled pursuant to the agreement and plan of merger among Koosharem Corporation, a California corporation, RT Acquisition Corp., a Delaware corporation and issuer in exchange for \$17.00 per share.

- (2) This option was cancelled pursuant to the agreement and plan of merger among issuer, Koosharem Corporation, a California corporation, and RT Acquisition Corp., a Delaware corporation, in exchange for \$40,000, which is the product of (i) the excess of the merger consideration of \$17.00 per share over the per share exercise price of the option multiplied by (ii) the number of shares of common stock subject to such option.

- (3) This option was cancelled pursuant to the agreement and plan of merger among issuer, Koosharem Corporation, a California corporation, and RT Acquisition Corp., a Delaware corporation.

- (4) This option was cancelled pursuant to the agreement and plan of merger among issuer, Koosharem Corporation, a California corporation, and RT Acquisition Corp., a Delaware corporation.

- (5) This option was cancelled pursuant to the agreement and plan of merger among issuer, Koosharem Corporation, a California corporation, and RT Acquisition Corp., a Delaware corporation.

- (6) This option was cancelled pursuant to the agreement and plan of merger among issuer, Koosharem Corporation, a California corporation, and RT Acquisition Corp., a Delaware corporation.

- (7) This option was cancelled pursuant to the agreement and plan of merger among issuer, Koosharem Corporation, a California corporation, and RT Acquisition Corp., a Delaware corporation, in exchange for \$8,437.50, which is the product of (i) the excess of the merger consideration of \$17.00 per share over the per share exercise price of the option multiplied by (ii) the number of shares of common stock subject to such option.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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