

RYANS RESTAURANT GROUP INC
Form 4
November 03, 2006

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 *
EDWARDS BARRY L

2. Issuer Name and Ticker or Trading Symbol
RYANS RESTAURANT GROUP INC [RYAN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
405 LANCASTER AVENUE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/01/2006

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

GREER, SC 29650
(City) (State) (Zip)

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

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)
				(A) or (D)	Price		
				Code V	Amount		
Common Stock	11/01/2006		D		8,596	D	
					\$ 16.25		
					0		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)

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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
Employee Stock Option (Right to Buy)	\$ 5.54	11/01/2006		D		7,500		07/30/1998	01/30/2008	Common Stock	7,500
Employee Stock Option (Right to Buy)	\$ 9.21	11/01/2006		D		7,500		07/29/1999	01/29/2009	Common Stock	7,500
Employee Stock Option (Right to Buy)	\$ 5.96	11/01/2006		D		7,500		07/31/2006	01/31/2010	Common Stock	7,500
Employee Stock Option (Right to Buy)	\$ 6.17	11/01/2006		D		7,500		07/31/2001	01/31/2011	Common Stock	7,500
Employee Stock Option (Right to Buy)	\$ 14.42	11/01/2006		D		7,500		07/31/2002	01/31/2012	Common Stock	7,500
Employee Stock Option (Right to Buy)	\$ 13.94	11/01/2006		D		5,000		05/01/2004	10/31/2013	Common Stock	5,000
Employee Stock Option (Right to Buy)	\$ 13.99	11/01/2006		D		5,000		05/01/2005	10/31/2014	Common Stock	5,000

Employee Stock Option (Right to Buy)	\$ 10.66	11/01/2006	D	5,000	05/01/2006	10/31/2015	Common Stock	5,000
Employee Stock Option (Right to Buy)	\$ 10.26	11/01/2006	D	5,000	05/01/2003	10/31/2012	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
EDWARDS BARRY L 405 LANCASTER AVENUE GREER, SC 29650		X		

Signatures

/s/Barry L.
Edwards

11/03/2006

**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).

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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