Burger King Holdings Inc Form 4 August 12, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

OMB APPROVAL

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

2. Issuer Name and Ticker or Trading

Burger King Holdings Inc [BKC]

Symbol

1(b).

(Print or Type Responses)

CHIDSEY JOHN

1. Name and Address of Reporting Person *

									(Check all applicable)			
	(Last)	(First)	(Middle)	3. Date	of Earliest	Transaction						
5505 BLUE LAGOON DRIVE				(Month/Day/Year) 08/08/2008					_X Director 10% Owner _X Officer (give title Other (specify elow)			
		(Street)		4. If Am	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
MIAMI, FL 33126				Filed(Mo	Filed(Month/Day/Year) A				Applicable Line) X_ Form filed by One Reporting Person Form filed by More than One Reporting			
	14112 11411, 1 1	L 33120						Pe	rson			
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									Owned			
	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	e 2A. Deeme Execution any (Month/Da	Date, if	3. Transactic Code (Instr. 8)	onDisposed o (Instr. 3, 4	f (D)		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 Indirect Beneficial Ownership (Instr. 4)	
	Common Stock	08/08/2008			M(1)	111,400	A	\$ 3.8	541,615	D		
	Common Stock	08/08/2008			S <u>(1)</u>	111,400	D	\$ 30.0005 (2) (3)	430,215	D		
	Common Stock	08/11/2008			M <u>(1)</u>	98,600	A	\$ 3.8	528,815	D		
	Common Stock	08/11/2008			S(1)	98,600	D	\$ 30.0277 (3) (4)	430,215	D		

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

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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)

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 Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour Number Shares
Option to Purchase Common Stock	\$ 3.8	08/08/2008		M(1)(5)	111,400	<u>(5)</u>	03/01/2014	Common Stock	111,4
Option to Purchase Common Stock	\$ 3.8	08/11/2008		M(1)(5)	98,600	<u>(5)</u>	03/01/2014	Common Stock	98,6

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
CHIDSEY JOHN 5505 BLUE LAGOON DRIVE MIAMI, FL 33126	X		Chief Executive Officer				

Signatures

Lisa Giles-Klein, as Attorney In Fact for John Chidsey 08/12/2008

**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).
- Options exercised and shares sold pursuant to a Rule 10b5-1 trading plan made effective May 27, 2008. Following the reported transactions, 210,000 options remain available for exercise and sale under the plan.
- (2) The range of prices for the reported transaction was \$30.00 to \$30.07.

(3)

Reporting Owners 2

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The reporting person will provide to the Commission staff, the issuer or a security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price.

- (4) The range of prices for the reported transaction was \$30.00 to \$30.15.
- (5) $\frac{20\%}{03/01/2009}$ of shares were exercisable on each of $\frac{03}{01/2005}$, $\frac{03}{01/2006}$, $\frac{03}{01/2007}$ and $\frac{03}{01/2008}$; and $\frac{20\%}{01/2009}$ of shares are exercisable on $\frac{03}{01/2009}$.

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.