

The Cheesecake Factory Incorporated

Succession Planning Policy Statement

Adopted November 13, 2008

A fundamental responsibility of The Board of Directors of The Cheesecake Factory Incorporated (“Board”) is to ensure that effective processes are in place to provide continuity of executive leadership and to assess if such leadership possesses sufficient depth and talent to execute long term strategies. To this end, the Board is amending the Corporate Governance and Nominating Committee Charter to provide that such Committee’s responsibilities include ensuring that effective processes are in place to provide continuity of executive leadership and to assess if such leadership possesses sufficient depth and talent to execute long term strategies, with the goal of addressing both current and long term needs of the Company, including establishment of a process for identifying and assessing potential internal candidates; periodic review and assessment of readiness; contingency planning for temporary absences of the Chief Executive Officer due to disability or other unexpected event; and long term continuity planning for succession to the Chief Executive Officer position. In order to ensure continuing relevance to meet current and future challenges and opportunities, the Board will assess such processes with the Committee no less frequently than on an annual basis.