### CAPITAL SENIOR LIVING CORP

Form 4 May 16, 2008

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Martin Peter

Symbol

5. Relationship of Reporting Person(s) to Issuer

CAPITAL SENIOR LIVING CORP

2. Issuer Name and Ticker or Trading

[CSU]

(Check all applicable)

OMB

Number:

Expires:

response...

Estimated average

burden hours per

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year) 05/15/2008

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

ONE MARITIME PLAZA, SUITE

(Street)

1555

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

SAN FRANCISO, CA 94111

(City)	(State) (2	Zip) Table	e I - Non-D	erivative	Secur	ities Acc	quired, Disposed	of, or Beneficia	lly 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. Securion(A) or D (D) (Instr. 3,	ispose	d of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	05/15/2008		Code V P	Amount 3,500	(D)	Price \$ 8.26	(Instr. 3 and 4) 461,650	I	See Note
Common Stock	05/15/2008		P	1,900	A	\$ 8.27	461,650	I	See Note
Common Stock	05/15/2008		P	100	A	\$ 8.28	461,650	I	See Note
Common Stock	05/15/2008		P	200	A	\$ 8.29	461,650	I	See Note
Common Stock	05/15/2008		P	200	A	\$ 8.3	461,650	I	See Note

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Common Stock	05/15/2008	P	400	A	\$ 8.31	461,650	I	See Note
Common Stock	05/15/2008	P	100	A	\$ 8.34	461,650	I	See Note
Common Stock	05/15/2008	P	1,000	A	\$ 8.36	461,650	I	See Note
Common Stock	05/15/2008	P	200	A	\$ 8.37	461,650	I	See Note
Common Stock	05/15/2008	P	1,100	A	\$ 8.38	461,650	I	See Note
Common Stock	05/15/2008	P	200	A	\$ 8.39	461,650	I	See Note
Common Stock	05/15/2008	P	300	A	\$ 8.4	461,650	I	See Note
Common Stock	05/15/2008	P	600	A	\$ 8.41	461,650	I	See Note
Common Stock	05/15/2008	P	100	A	\$ 8.42	461,650	I	See Note
Common Stock	05/15/2008	P	600	A	\$ 8.46	461,650	I	See Note
Common Stock	05/15/2008	P	1,300	A	\$ 8.47	461,650	I	See Note
Common Stock	05/15/2008	P	200	A	\$ 8.48	461,650	I	See Note
Common Stock	05/15/2008	P	300	A	\$ 8.51	461,650	I	See Note
Common Stock	05/15/2008	P	800	A	\$ 8.52	461,650	I	See Note
Common Stock	05/15/2008	P	100	A	\$ 8.53	461,650	I	See Note
Common Stock	05/15/2008	P	200	A	\$ 8.54	461,650	I	See Note
Common Stock	05/15/2008	P	1,950	A	\$ 8.55	461,650	I	See Note
Common Stock	05/15/2008	P	200	A	\$ 8.57	461,650	I	See Note
Common Stock	05/15/2008	P	600	A	\$ 8.58	461,650	I	See Note
Common Stock	05/15/2008	P	300	A	\$ 8.59	461,650	I	See Note
	05/15/2008	P	100	A	\$ 8.6	461,650	I	

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Common Stock								See Note
Common Stock	05/15/2008	P	500	A	\$ 8.63	461,650	I	See Note
Commo Stock						550	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)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		ate	7. Titl Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Martin Peter ONE MARITIME PLAZA SUITE 1555 SAN FRANCISO, CA 94111	X						
Cianaturas							

## Signatures

/s/ Peter L. Martin	05/16/2008			
**Signature of Reporting Person	Date			

Reporting Owners 3

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### **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).
  - Held directly by investment limited partnerships of which Matthes Capital Management, LLC, a California limited liability company ("MCM") is general partner, and investment funds and other client accounts of which MCM is investment adviser. Mr. Martin is an
- (1) employee of MCM. Mr. Martin and MCM constitute a group within the meaning of Rule 13d-5(b)(1) under the Securities Exchange Act of 1934, as amended, but disclaim membership in a group with any other person. Each of Mr. Martin and MCM disclaims beneficial ownership of these securities except to the extent of that person's pecuniary interest therein.

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.