

# CAPITAL SENIOR LIVING CORP

Reported by  
**STROUD JAMES A**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 06/17/09 for the Period Ending 06/15/09

Address	14160 DALLAS PARKWAY SUITE 300 DALLAS, TX 75254
Telephone	9727705600
CIK	0001043000
Symbol	CSU
SIC Code	8050 - Nursing And Personal Care Facilities
Industry	Healthcare Facilities
Sector	Healthcare
Fiscal Year	12/31

# FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL  
OMB Number: 3235-0287  
Expires: February 28, 2011  
Estimated average burden hours per response... 0.5

**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(f) of the  
Investment Company Act of 1940

<b>1. Name and Address of Reporting Person *</b>  <b>STROUD JAMES A</b>  <small>(Last) (First) (Middle)</small>  <b>14160 DALLAS PARKWAY, SUITE 300</b>  <small>(Street)</small>  <b>DALLAS, TX 75254</b>  <small>(City) (State) (Zip)</small>	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>CAPITAL SENIOR LIVING CORP [ CSU ]</b>  <b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <p align="center"><b>6/15/2009</b></p>	<b>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</b>  <input checked="" type="checkbox"/> Director <span style="float:right">_____ 10% Owner</span> <input type="checkbox"/> Officer (give title below) <span style="float:right">_____ Other (specify below)</span>  <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
<b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	6/15/2009		J (1)		909377	D	(1)	700434	I	Trustee and Sole Beneficiary of Senior Living Trust (2) (3)

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		(A)	(D)	Date Exercisable	Expiration Date				

**Explanation of Responses:**

- (1) Autumnwood, Ltd. made a pro rata partner capital distribution to Stroud Children's Trust II on June 15, 2009. Autumnwood, Ltd. and James A. Stroud no longer have any direct or indirect interest in the 909,377 shares distributed to Stroud Children's Trust II.
- (2) Autumnwood, Ltd. made a pro rata partner capital distribution to Senior Living Trust on June 15, 2009. James A. Stroud has an indirect interest in the 700,424 shares distributed to Senior Living Trust.
- (3) Because James A. Stroud ("Stroud") is the trustee and sole beneficiary of Senior Living Trust, a trust administered under the laws of the State of Texas (the "Trust") and, thus, controls the Trust, Stroud is deemed to share voting and dispositive power with the Trust. In addition, Stroud holds 10 shares of common stock as custodian for his son.

**Reporting Owners**

	Relationships
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Reporting Owner Name / Address	Director	10% Owner	Officer	Other
<b>STROUD JAMES A</b> <b>14160 DALLAS PARKWAY, SUITE 300</b> <b>DALLAS, TX 75254</b>	<b>X</b>			

**Signatures**

**James A. Stroud**

**6/17/2009**

\*\* Signature of Reporting Person

Date

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

\* 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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