

Colosi Scott Matthew  
 Form 4  
 January 11, 2010

**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 \*  
 Colosi Scott Matthew

(Last) (First) (Middle)

C/O TEXAS ROADHOUSE,  
 INC., 6040 DUTCHMANS LANE,  
 SUITE 200

(Street)

LOUISVILLE, KY 40205

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 Texas Roadhouse, Inc. [TXRH]

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 01/07/2010

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Chief Financial Officer

6. Individual or Joint/Group Filing(Check Applicable Line)

\_\_\_X\_\_\_ 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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock						34,632	D
Common Stock	01/07/2010		M		31,250	A \$ 0	65,882 D
Common Stock	01/07/2010		F		11,422	D \$ 11.15	54,460 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**

SEC 1474 (9-02)

displays a currently valid OMB control number.

**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 of Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	<u>(1)</u>	01/07/2010		M	31,250	<u>(2)</u>	<u>(2)</u>	Common Stock	31,250
Restricted Stock Units	<u>(1)</u>					<u>(3)</u>	<u>(3)</u>	Common Stock	31,250
Restricted Stock Units	<u>(1)</u>					<u>(4)</u>	<u>(4)</u>	Common Stock	31,250
Option to Purchase	\$ 3.45					09/09/2006	09/09/2012	Common Stock	19,020
Option to Purchase	\$ 3.45					09/09/2007	09/09/2012	Common Stock	29,020
Option to Purchase	\$ 3.45					09/09/2008	09/09/2012	Common Stock	29,020
Option to Purchase	\$ 3.45					09/09/2006	09/09/2012	Common Stock	93,480
Option to Purchase	\$ 3.45					09/09/2007	09/09/2012	Common Stock	32,230
Option to Purchase	\$ 3.45					09/09/2008	09/09/2012	Common Stock	22,230
Option to Purchase	\$ 8.75					10/08/2006	10/08/2014	Common Stock	18,750
Option to Purchase	\$ 8.75					10/08/2007	10/08/2014	Common Stock	95,000

