

Colosi Scott Matthew
 Form 4
 January 11, 2010

FORM 4

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

OMB APPROVAL

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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)
			Code	V	Amount	(A) or (D)	Price
Common Stock					34,632	D	
Common Stock	01/07/2010		M		31,250	A	\$ 0
Common Stock	01/07/2010		F		11,422	D	\$ 11.15

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

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 (9-02)

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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

