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Colosi Scott Form 4	Matthew									
May 29, 201	2									
FORM	14 UNITED	STATES SEC				NGE C	OMMISSION	OMB AF OMB Number:	PROVAL 3235-0287	
if no long subject to Section 1 Form 4 o Form 5 obligatio may cont	obligations may continue. See Instruction See Instruction See Instruction See Instruction See Instruction See Instruction Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940					e Act of 1934, 1935 or Sectior	Expires:January 31, 2005Estimated average burden hours per response0.5			
(Print or Type I	Responses)									
Colosi Scott Matthew Sym			Issuer Name and Ticker or Trading nbol xas Roadhouse, Inc. [TXRH]				5. Relationship of Reporting Person(s) to Issuer			
	(First) (S ROADHOUSE DUTCHMANS	(Mont E, 05/29	e of Earliest T h/Day/Year))/2012	ransaction			Director X Officer (give below)) Owner r (specify	
	(Street)		mendment, Da Month/Day/Yea	-			6. Individual or Jo Applicable Line) _X_ Form filed by C			
LOUISVIL	LE, KY 40205						Form filed by M Person			
(City)	(State)	(Zip) T	able I - Non-I	Derivative	Securi	ties Acqu	uired, Disposed of	, or Beneficial	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)		Code		sposed	of (D)	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)	
Common Stock	05/29/2012		S	25,000	D	18.31 (1)	69,598	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.

 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. Transacti Code (Instr. 8)	5. orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		Underlying Securities (Instr. 3 and 4)		8. Price (Derivativ Security (Instr. 5)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(2)</u>					(3)	(3)	Common Stock	50,000	
Restricted Stock Units	<u>(2)</u>					(3)	(3)	Common Stock	41,667	
Restricted Stock Units	<u>(2)</u>					<u>(4)</u>	(4)	Common Stock	50,000	
Restricted Stock Units	<u>(2)</u>					(5)	(5)	Common Stock	50,000	

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Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Colosi Scott Matthew C/O TEXAS ROADHOUSE, INC. 6040 DUTCHMANS LANE LOUISVILLE, KY 40205			President			
Signatures						
/s/ Celia Catlett, by Power of						

' y 05/29/2012 Attorney

**Signature of Reporting Person

Date

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).

Weighted average sale price reported. These shares were sold within a range of \$18.28 and \$18.37. The reporting person will provide (1) upon request by the Commission Staff, the issuer, or security holder, full information regarding the number of shares sold at each separate price.

Reporting Owners

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- (2) Grant of restricted stock pursuant to the Company's 2004 Equity Incentive Plan.
- (3) The restricted stock units vest on January 7, 2013. Delivery of the shares to the reporting person will occur on January 7, 2013, subject to the reporting person's continued service with the Company.
- (4) The restricted stock units vest on January 7, 2014. Delivery of the shares to the reporting person will occur on January 7, 2014, subject to the reporting person's continued service with the Company.
- (5) The restricted stock units vest on January 7, 2015. Delivery of the shares to the reporting person will occur on January 7, 2015, subject to the reporting person's continued service with the Company.

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.