#### WOODS MICHAEL E

Form 4 June 17, 2005

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

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**OMB APPROVAL** 

response...

subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* WOODS MICHAEL E

(First)

(Street)

(0, , )

2. Issuer Name and Ticker or Trading

Symbol

**RED ROBIN GOURMET BURGERS INC [RRGB]** 

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Director 10% Owner

6312 S. FIDDLER'S GREEN

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

06/16/2005

\_X\_\_ Officer (give title Other (specify below) Senior VP of Franchise Dev.

CIRCLE, SUITE 200 NORTH

(Middle)

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

#### **GREENWOOD** VILLAGE, CO 80111

(City)	(State)	(Zip) Tab	le I - Non-	Derivativ	e Secu	rities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi ord Dispo (Instr. 3,	sed of 4 and (A) or	` ′	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	06/16/2005		S	1,184	D	\$ 58.05	181,260	D	
Common Stock	06/16/2005		S	1,038	D	\$ 58.09	180,222	D	
Common Stock	06/16/2005		S	287	D	\$ 58.12	179,935	D	
Common Stock	06/16/2005		S	383	D	\$ 58.13	179,552	D	
	06/16/2005		S	1,740	D	\$ 58.14	177,812	D	

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Common Stock							
Common Stock	06/16/2005	S	203	D	\$ 58.15	177,609	D
Common Stock	06/16/2005	S	223	D	\$ 58.16	177,386	D
Common Stock	06/16/2005	S	1,493	D	\$ 58.18	175,893	D
Common Stock	06/16/2005	S	785	D	\$ 58.19	175,108	D
Common Stock	06/16/2005	S	1,414	D	\$ 58.2	173,694	D
Common Stock	06/16/2005	S	747	D	\$ 58.21	172,947	D
Common Stock	06/16/2005	S	874	D	\$ 58.22	172,073	D
Common Stock	06/16/2005	S	1,631	D	\$ 58.23	170,442	D
Common Stock	06/16/2005	S	200	D	\$ 58.24	170,242	D
Common Stock	06/16/2005	S	1,400	D	\$ 58.244	168,842	D
Common Stock	06/16/2005	S	288	D	\$ 58.2476	168,554	D
Common Stock	06/16/2005	S	1,168	D	\$ 58.25	167,386	D
Common Stock	06/16/2005	S	1,118	D	\$ 58.26	166,268	D
Common Stock	06/16/2005	S	729	D	\$ 58.27	165,539	D
Common Stock	06/16/2005	S	893	D	\$ 58.28	164,646	D
Common Stock	06/16/2005	S	239	D	\$ 58.29	164,407	D
Common Stock	06/16/2005	S	1,000	D	\$ 58.3	163,407	D
Common Stock	06/16/2005	S	963	D	\$ 58.3975	162,444	D

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

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SEC 1474 (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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title a	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		tionNumber Expiration Date		Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									mount		
						Date	Expiration Date	or Title Number			
						Exercisable					
				C 1 W	(A) (D)			of			
				Code V	(A) (D)			S	hares		

### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

WOODS MICHAEL E 6312 S. FIDDLER'S GREEN CIRCLE SUITE 200 NORTH GREENWOOD VILLAGE, CO 80111

Senior VP of Franchise Dev.

### **Signatures**

John W. Grant, Attorney in Fact 06/17/2005

\*\*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).

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.

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