Taylor Wayne Kent Form 4 November 18, 2009

Check this box

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB APPROVAL** OMB

Number:

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if no longer subject to Section 16. Form 4 or Form 5

**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue.

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section See Instruction

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Taylor Wayne Kent

Symbol Texas Roadhouse, Inc. [TXRH] 5. Relationship of Reporting Person(s) to

Issuer

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year)

11/16/2009

(Check all applicable)

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

Chairman of Company and Board

INC., 6040 DUTCHMANS LANE, **SUITE 200** 

(Street)

C/O TEXAS ROADHOUSE,

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

LOUISVILLE, KY 40205

(City)	(State)	(Zip) Tab	le I - Non-	Derivative S	Securi	ties Acqui	ired, Disposed of	, or Beneficial	ly 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. Securities or Dispose (Instr. 3, 4	d of (L	<b>)</b> )	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common			Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Stock							13,587,869	D	
Common Stock	11/16/2009		S	136,849	D	\$ 10.86 (1)	13,451,020	D	
Common Stock	11/17/2009		S	200,000	D	\$ 10.85 (2)	13,251,020	D	
Common Stock							114,998	I	By LD Holdings

							LLC (4)
Common Stock					30,000	I	By PMB Holdings LLC (5)
Common Stock					600,731	I	By Wasatch Range LLC (6)
Common Stock					2,613,150	I	By Taylor Family Partners, Ltd. (7)
Common Stock	11/18/2009	S	300,000 D	\$ 10.74 (3)	2,313,150	I	By Taylor Family Partners, Ltd.

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.

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(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4.	5.	6. Date Exerc Expiration Da		7. Titl		8. Price of Derivative
Security (Instr. 3)	or Exercise Price of Derivative Security	(World, Day, Tear)	(Month/Day/Year)	Code (Instr. 8	of	(Month/Day/ e		Under Securi	lying	Security (Instr. 5)
				Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
Taylor Wayne Kent C/O TEXAS ROADHOUSE, INC.	X	X	Chairman of Company and				

Reporting Owners 2

6040 DUTCHMANS LANE, SUITE 200 LOUISVILLE, KY 40205 Board

# **Signatures**

/s/ Sheila C. Brown, by Power of Attorney

11/18/2009

\*\*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 \$10.76 and \$10.93. The reporting person will provide upon request by the Commission Staff, the issuer, or security holder of the issuer, full information regarding the number shares sold at each separate price.
- Weighted average sale price reported. These shares were sold within a range of \$10.70 and \$10.95. The reporting person will provide upon request by the Commission Staff, the issuer, or security holder of the issuer, full information regarding the number shares sold at each separate price.
- Weighted average sale price reported. These shares were sold within a range of \$10.64 and \$11.04. The reporting person will provide upon request by the Commission Staff, the issuer, or security holder of the issuer, full information regarding the number shares sold at each separate price.
- The reporting party is the voting manager of LD Holdings LLC, a Kentucky limited liability company. The reporting person disclaims (4) beneficial ownership within the meaning of Rule 16a-1(a) of the Securities Exchange Act of 1934, as amended, of such portion of those shares in which the reporting person has no actual pecuniary interest.
- The reporting party is the voting manager of PMB Holdings LLC, a Kentucky limited liability company. The reporting person disclaims (5) beneficial ownership within the meaning of Rule 16a-1(a) of the Securities Exchange Act of 1934, as amended, of such portion of those shares in which the reporting person has no actual pecuniary interest.
- The reporting party is the voting manager of Wasatch Range LLC, a Kentucky limited liability company. The reporting person disclaims (6) beneficial ownership within the meaning of Rule 16a-1(a) of the Securities Exchange Act of 1934, as amended, of such portion of those shares in which the reporting person has no actual pecuniary interest.
- Certain members of the reporting party's Immediate Family, as defined in Rule 16a-1(e) of the Securities Exchange Act of 1934, as amended, have a pecuinary interest in Taylor Family Partners, Ltd., a Kentucky limited partnership. The reporting person disclaims beneficial ownership, within the meaning of Rule 16a-1, of such portion of those shares in which the reporting person has not actual pecuniary interest.

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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