

Walsh Patrick  
 Form 3  
 December 20, 2010

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                     |  |
| Walsh Patrick                             |         | (Month/Day/Year)                     | RED ROBIN GOURMET BURGERS INC [RRGB]                                   |  |
| (Last)                                    | (First) | (Middle)                             | 12/08/2010   |  |
| 111 SOUTH WACKER DRIVE, 33RD              |         |                                      | 4. Relationship of Reporting Person(s) to Issuer                       | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street)                                  |         |                                      | (Check all applicable)   |  |
| CHICAGO, IL 60606                         |         |                                      | <input type="checkbox"/> Director                                      | <input checked="" type="checkbox"/> 10% Owner        |
| (City)                                    | (State) | (Zip)                                | <input type="checkbox"/> Officer                                       | <input type="checkbox"/> Other                       |
|   |         |                                      | (give title below)   | (specify below)                                      |
|   |         |                                      | 6. Individual or Joint/Group Filing(Check Applicable Line)             |  |
|   |         |                                      | <input checked="" type="checkbox"/> Form filed by One Reporting Person |  |
|   |         |                                      | <input type="checkbox"/> Form filed by More than One Reporting Person  |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock                    | 7,700   | D <sup>(1)</sup>   |   |

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

SEC 1473 (7-02)

**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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|--|--|---|--|--|---|

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|                            | Date Exercisable | Expiration Date |              | Amount or Number of Shares |       | or Indirect (I) (Instr. 5) |   |
|----------------------------|------------------|-----------------|--------------|----------------------------|-------|----------------------------|---|
| Call Option (Right to Buy) | 11/09/2010       | 03/19/2011      | Common Stock | 10,000                     | \$ 20 | D <u>(1)</u>               | Â |
| Call Option (Right to Buy) | 11/12/2010       | 03/19/2011      | Common Stock | 3,000                      | \$ 20 | D <u>(1)</u>               | Â |
| Call Option (Right to Buy) | 11/16/2010       | 03/19/2011      | Common Stock | 2,000                      | \$ 20 | D <u>(1)</u>               | Â |
| Call Option (Right to Buy) | 11/22/2010       | 03/19/2011      | Common Stock | 7,000                      | \$ 20 | D <u>(1)</u>               | Â |
| Call Option (Right to Buy) | 11/26/2010       | 03/19/2011      | Common Stock | 5,000                      | \$ 15 | D <u>(1)</u>               | Â |

## Reporting Owners

| Reporting Owner Name / Address                                       | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Walsh Patrick<br>111 SOUTH WACKER DRIVE<br>33RD<br>CHICAGO, IL 60606 | Â             | Â X       | Â       | Â     |

## Signatures

Patrick Walsh                      12/20/2010  
 \*\*Signature of                      Date  
 Reporting Person

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 5(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).

The reporting person filed a Schedule 13D with the Securities Exchange Commission on December 10, 2010 acknowledging that he may be deemed to be a member of a group that collectively beneficially owns more than 10% of the outstanding common stock of the issuer pursuant to Section 13(d)(3) of the Exchange Act (the "Exchange Act") and Rule 13d-5(b)(1) thereunder. Accordingly, the reporting person has filed this report pursuant to Exchange Act Rule 16a-1(a)(1). The reporting person declares that neither the filing of this statement nor anything herein shall be construed as an admission that he is, for the purposes of Sections 13(d) or 13(g) of the Exchange Act or any other purpose, a member of a group with respect to the issuer or securities of the issuer. The reporting person disclaims ownership of any securities held by the members of such group, except to the extent of his pecuniary interest therein.

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.