

WOODS MICHAEL E
Form 4
June 17, 2005

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
WOODS MICHAEL E

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)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
06/16/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Senior VP of Franchise Dev.

6312 S. FIDDLER'S GREEN
CIRCLE, SUITE 200 NORTH

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

GREENWOOD
VILLAGE, CO 80111

(City) (State) (Zip)

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)		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 Ownership (Instr. 4)		
				(A) or (D)	Price					
Common Stock	06/16/2005		S	V	1,184	D	\$ 58.05	181,260	D	Beneficial Ownership
Common Stock	06/16/2005		S	V	1,038	D	\$ 58.09	180,222	D	Beneficial Ownership
Common Stock	06/16/2005		S	V	287	D	\$ 58.12	179,935	D	Beneficial Ownership
Common Stock	06/16/2005		S	V	383	D	\$ 58.13	179,552	D	Beneficial Ownership
	06/16/2005		S	V	1,740	D	\$ 58.14	177,812	D	Beneficial Ownership

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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.

Persons who respond to the collection of information contained in this form are not

SEC 1474
(9-02)

