Taylor Wayne Kent Form 4 March 09, 2010

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB APPROVAL OMB** 

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**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

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Taylor Wayne Kent Issuer Symbol Texas Roadhouse, Inc. [TXRH] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) \_X\_\_ 10% Owner \_X\_ Director \_ Other (specify \_X\_\_ Officer (give title C/O TEXAS ROADHOUSE, 03/05/2010 below) INC., 6040 DUTCHMANS LANE, Chairman of Company and Board **SUITE 200** 

> (Street) 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	red, 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 omr Disposed (Instr. 3, 4	d of (I	<b>)</b> )	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			Code v	Amount	(D)	Titee	11,451,020	D	
Common Stock	03/08/2010		S	600,000	D	\$ 14.11 (1)	10,851,020	D	
Common Stock	03/09/2010		S	400,000	D	\$ 14.17 (2)	10,451,020	D	
Common Stock							114,998	I	By LD Holdings

								LLC (7)
Common Stock	03/09/2010	S	20,000	D	\$ 14.25 (3)	94,998	I	LD Holdings LLC (7)
Common Stock						15,000	I	By PMB Holdings LLC (8)
Common Stock						500,731	I	By Wasatch Range LLC (9)
Common Stock	03/09/2010	S	200,731	D	\$ 14.25 (4)	300,000	I	Wasatch Range LLC (9)
Common Stock						2,213,150	I	By Taylor Family Partners, Ltd. (10)
Common Stock	03/05/2010	S	200,000	D	\$ 13.98 (5)	2,013,150	I	By Taylor Family Partners, Ltd. (10)
Common Stock	03/09/2010	S	13,150	D	\$ 14.25 (6)	2,000,000	Ι	Taylor Family Partners, Ltd. (10)

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

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SEC 1474

(9-02)

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)	4. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
			Code V	(A) (D)		Title		

Date Expiration Exercisable Date

or Number of Shares

Amount

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Taylor Wayne Kent C/O TEXAS ROADHOUSE, INC. 6040 DUTCHMANS LANE, SUITE 200 LOUISVILLE KY 40205	X	X	Chairman of Company and Board				

## **Signatures**

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

03/09/2010

\*\*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 \$13.99 and \$14.20. 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 \$14.00 and \$14.27. 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 \$14.24 and \$14.26. 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 \$14.18 and \$14.30. 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 \$13.81 and \$14.11. 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 \$14.18 and \$14.30. 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 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 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 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.

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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.