

RED ROBIN GOURMET BURGERS INC
Form 8-K
November 19, 2012

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **November 19, 2012**

RED ROBIN GOURMET BURGERS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

0-49916
(Commission file number)

84-1573084
(I.R.S. Employer
Identification Number)

6312 S. Fiddler s Green Circle, Suite 200N

Greenwood Village, Colorado
(Address of principal executive offices)

80111
(Zip Code)

Registrant s telephone number, including area code: **(303) 846-6000**

Not Applicable

(Former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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ITEM 8.01 Other Events

On November 19, 2012, Red Robin Gourmet Burgers, Inc. issued a press release announcing that the Board of Directors (the Board) has reauthorized its share repurchase program currently set to expire December 31, 2012. The Board has approved the repurchase of up to \$50 million in the Company's common stock. The share repurchase authorization is effective the earlier of January 1, 2013, or upon completion of the current authorization, and will terminate upon completing repurchases of \$50 million of common stock unless otherwise terminated by the Board. A copy of this press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

ITEM 9.01 Financial Statements and Exhibits

(d) Exhibits

| Exhibit No. | Description |
|--------------------|--|
| 99.1 | Red Robin Gourmet Burgers, Inc. Press Release dated November 19, 2012. |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: November 19, 2012

RED ROBIN GOURMET BURGERS, INC.

| | |
|--------|-----------------------|
| By: | /s/ Annita M. Menogan |
| Name: | Annita M. Menogan |
| Title: | Chief Legal Officer |

EXHIBIT INDEX

| Exhibit No. | Description |
|--------------------|--|
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