### Edgar Filing: RED ROBIN GOURMET BURGERS INC - Form 4

#### RED ROBIN GOURMET BURGERS INC

Form 4 May 23, 2016

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

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

Check this box

obligations may continue. See Instruction

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* **Brown Stuart B** 

2. Issuer Name and Ticker or Trading Symbol

Issuer

below)

5. Relationship of Reporting Person(s) to

(Month/Day/Year)

05/20/2016

RED ROBIN GOURMET **BURGERS INC [RRGB]** 

(Check all applicable)

Chief Financial Officer

(First)

(Street)

(State)

(Middle)

(Zip)

3. Date of Earliest Transaction

Director X\_ Officer (give title

10% Owner Other (specify

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

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

**GREENWOOD** VILLAGE, CO 80111

(City)

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(Month/Day/Year)

or Code V Amount (D) Transaction(s) (Instr. 3 and 4)

Reported

Common 05/20/2016 Stock

P 48.44 500 A 21,636 (2) D (1)

Price

(A)

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

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(9-02)

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

| 1. Title of | 2.                 | 3. Transaction Date | 3A. Deemed         | 4.                | 5.                      | 6. Date Exer   | cisable and | 7. Title   | and         | 8. Price of | 9. Nu  |
|-------------|--------------------|---------------------|--------------------|-------------------|-------------------------|----------------|-------------|------------|-------------|-------------|--------|
| Derivative  | Conversion         | (Month/Day/Year)    | Execution Date, if | TransactionNumber |                         | Expiration D   | ate         | Amount of  |             | Derivative  | Deriv  |
| Security    | or Exercise        |                     | any                | Code              | of                      | (Month/Day/    | Year)       | Underly    | ing         | Security    | Secui  |
| (Instr. 3)  | Price of           |                     | (Month/Day/Year)   | (Instr. 8)        | B) Derivative           |                |             | Securities |             | (Instr. 5)  | Bene   |
|             | Derivative         |                     |                    |                   | Securities              |                |             | (Instr. 3  | and 4)      |             | Owne   |
|             | Security           |                     |                    |                   | Acquired                |                |             |            |             | Follo       |        |
|             | (A) or<br>Disposed |                     |                    |                   |                         |                |             |            |             | Repo        |        |
|             |                    |                     |                    |                   |                         |                |             |            | Trans       |             |        |
|             |                    |                     |                    |                   | of (D)                  |                |             |            |             |             | (Instr |
|             |                    |                     |                    |                   | (Instr. 3,<br>4, and 5) |                |             |            |             |             |        |
|             |                    |                     |                    |                   |                         |                |             |            |             |             |        |
|             |                    |                     |                    |                   |                         |                |             | Δ          | mount       |             |        |
|             |                    |                     |                    |                   |                         |                |             |            |             |             |        |
|             |                    |                     |                    |                   |                         | Date Expiratio |             | Title N    | ı<br>Iumber |             |        |
|             |                    |                     |                    |                   |                         | Exercisable    | Date        | 01         |             |             |        |
|             |                    |                     |                    | Code V            | (A) (D)                 |                |             |            | hares       |             |        |

# **Reporting Owners**

Relationships Reporting Owner Name / Address

> Other Director 10% Owner Officer

Brown Stuart B 6312 S. FIDDLER'S GREEN CIRCLE SUITE 200N GREENWOOD VILLAGE, CO 80111

Chief Financial Officer

## **Signatures**

/s/ Michael L. Kaplan, Attorney-in-Fact

05/23/2016

\*\*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).
- The price reported is a weighted average price. The shares were purchased in multiple transactions at prices ranging from \$48.445 to \$48.45, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities **(1)** and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote.
- (2) Includes 3,920 restricted stock units subject to vesting and forfeiture restrictions.

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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