

Taylor Wayne Kent
 Form 4
 October 01, 2009

FORM 4

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

OMB APPROVAL

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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 *
 Taylor Wayne Kent

2. Issuer Name and Ticker or Trading Symbol
 Texas Roadhouse, Inc. [TXRH]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 09/30/2009

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chairman of Company and Board

C/O TEXAS ROADHOUSE, INC., 6040 DUTCHMANS LANE, SUITE 200

(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

LOUISVILLE, KY 40205

(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) (Instr. 3, 4 and 5)	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)	
				(A) or (D)	Price			
Class A Common Stock	09/30/2009		C	V	5,265,376	A	\$ 0 (1)	
Class A Common Stock					114,998	I	By LD Holdings LLC (2)	
Class A Common Stock					30,000	I	By PMB Holdings LLC (3)	
Class A					600,731	I	By	

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Common Stock						Wasatch Range LLC ⁽⁴⁾
Class A Common Stock				2,613,150	I	By Taylor Family Partners, Ltd. ⁽⁵⁾

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

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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock ⁽⁶⁾	\$ 0 ⁽¹⁾	09/30/2009		C	5,265,376	10/08/2004	⁽¹⁾	Class A Common Stock	5,265,376

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
10/01/2009
Date

**Signature of Reporting Person

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).

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- (1) The Class B Common Stock automatically converted into Class A Common Stock on a one-for-one basis and had no expiration date.
The reporting party is the voting manager of LD Holdings LLC, a Kentucky limited liability company. The reporting person disclaims
- (2) 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
- (3) 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
- (4) 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.
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 pecuniary interest in Taylor Family Partners, Ltd., a Kentucky limited partnership. The reporting person disclaims
- (5) 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.
- (6) Class B Common Stock was previously reported on Table I as a non-derivative security. The Class B Common Stock was originally acquired on October 8, 2004, subject to a 2-for-1 split in the form of a 100% stock dividend effected on September 23, 2005.

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.