

**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)

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))

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

<u>Exhibit No.</u>	<u>Description</u>
99.1	Red Robin Gourmet Burgers, Inc. Press Release dated November 19, 2012.

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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

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EXHIBIT INDEX

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

Red Robin Gourmet Burgers Board of Directors Reauthorizes \$50 Million Stock Repurchase Program

Greenwood Village, Colo. — November 19, 2012 — Red Robin Gourmet Burgers, Inc., (NASDAQ: RRGB), a casual dining restaurant chain focused on serving an innovative selection of high-quality gourmet burgers in a family-friendly atmosphere, today announced that the Company's Board of Directors 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.

Purchases under the repurchase program may be made in open market or privately negotiated transactions and are expected to comply with applicable Securities and Exchange Commission rules. Purchases may be made from time to time at the Company's discretion and the timing and amount of any share repurchases will be determined based on share price, market conditions, legal requirements and other factors. The share repurchase program does not obligate the Company to acquire any particular amount of common stock, and it may be suspended or discontinued at any time.

About Red Robin Gourmet Burgers, Inc. (NASDAQ: RRGB)

Red Robin Gourmet Burgers, Inc. (www.redrobin.com), a casual dining restaurant chain founded in 1969 that operates through its wholly-owned subsidiary, Red Robin International, Inc., is the gourmet burger expert, famous for serving more than two dozen craveable, high-quality burgers with Bottomless Steak Fries® in a fun environment welcoming to guests of all ages. In addition to its many burger offerings, Red Robin serves a wide variety of salads, soups, appetizers, entrees, desserts and signature Mad Mixology® Beverages. There currently are 472 Red Robin® restaurants located across the United States and Canada, including 334 company-owned full-size restaurants and five Red Robin's Burger Works® locations, and 133 restaurants operating under franchise agreements.

Forward-Looking Statements

This press release contains forward-looking statements about our potential share repurchase activity. These statements are based on our current knowledge and assumptions about future events and involve risks and uncertainties that could cause actual results to differ materially from anticipated results. Important factors that could cause actual results to differ materially from those contained in our forward-looking statements are set forth in our Annual Report on Form 10-K for the fiscal year ended December 25, 2011, and our quarterly or current reports as filed with or furnished to the Securities and Exchange Commission. We disclaim any intent or obligation to update our forward-looking statements.

For media relations questions contact:

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For investor relations questions contact:

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