

**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): **June 10, 2016**

RED ROBIN GOURMET BURGERS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation)

001-34851
(Commission File Number)

84-1573084
(IRS 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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

(b) On June 10, 2016, Stuart B. Brown notified Red Robin Gourmet Burgers, Inc. (the "Company") of his intent to resign as Executive Vice President and Chief Financial Officer to pursue other opportunities. His resignation is effective as of July 15, 2016. Mr. Brown has indicated that he intends to assist in the transition of the Chief Financial Officer role until his departure from the Company. Mr. Brown's departure is not related to any disagreement with the Company's accounting, operating policies or practices.

(c) On June 14, 2016, the Company announced the appointment of Terry Harryman as Interim Chief Financial Officer. Effective immediately following Mr. Brown's departure on July 15, 2016, Mr. Harryman will assume the duties of the Company's principal financial officer while the Company conducts a comprehensive search to assess internal and external candidates for the Chief Financial Officer position.

Prior to his appointment as Interim Chief Financial Officer, Mr. Harryman, age 51, has served, and will continue to serve following his appointment, as the Company's Vice President, Chief Accounting Officer (principal accounting officer), and Controller since October 2012. He has 20 years of experience leading accounting, tax, and payroll functions. Before joining the Company, Mr. Harryman served as Vice President and Controller for Sonic Corp. from January 2008 to October 2012. He served in various tax, treasury, and controller roles at Sonic beginning in 1996. There are no reportable family relationships or related person transactions involving the Company and Mr. Harryman.

In connection with his appointment as Interim Chief Financial Officer, the Compensation Committee of the Company's Board of Directors has approved the following compensation for Mr. Harryman: (i) an annual base salary of \$265,000; (ii) supplemental payments of \$1,500 per week for each week that Mr. Harryman performs the role of Interim Chief Financial Officer; (iii) a guaranteed bonus payment in the amount of 70% of his supplemental wages for serving as Interim Chief Financial Officer described in (ii) above; and (iv) a grant under the Company's Second Amended and Restated 2007 Performance Incentive Plan of time-vested restricted stock units having a grant date value of \$100,000 that will cliff vest on the third anniversary of the date of grant.

ITEM 7.01 Regulation FD Disclosure

On June 14, 2016, the Company issued a press release announcing the departure of Mr. Brown and the appointment of Mr. Harryman as Interim Chief Financial Officer. A copy of this press release is furnished herewith as Exhibit 99.1 and is incorporated herein by reference into this Item 7.01.

The information set forth in this Item 7.01 including the information set forth in Exhibit 99.1 shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language in such filing.

ITEM 9.01 Financial Statements and Exhibits

(d) Exhibits

Exhibit No.	Description
99.1	Press Release of Red Robin Gourmet Burgers, Inc. dated June 14, 2016.

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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: June 14, 2016

RED ROBIN GOURMET BURGERS, INC.

By: /s/ Michael L. Kaplan
Name: Michael L. Kaplan
Title: Chief Legal Officer

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EXHIBIT INDEX

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Red Robin Announces Departure of Chief Financial Officer Stuart Brown*Terry Harryman Appointed Interim Chief Financial Officer*

Greenwood Village, Colo. — June 14, 2016 — 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 Stuart B. Brown, the company's Executive Vice President and Chief Financial Officer, will resign from the position effective July 15, 2016, to accept an opportunity outside the restaurant industry.

"Stuart has been a great asset to the Company and has made many contributions to the brand since he joined in 2011. We thank him for his dedication, loyalty and passion for Red Robin and wish him the best in his future endeavors," said Steve Carley, Red Robin Gourmet Burgers, Inc. Chief Executive Officer. "One of Stuart's many accomplishments has been building a best-in-class finance and accounting team that will serve our Company well for many years to come."

"I have truly enjoyed my time at Red Robin and will be forever grateful for the tremendous opportunities the Company has provided me to work with a great leadership team and contribute to the success of a great casual dining brand," said Mr. Brown. "I now have an opportunity outside the food service industry that is attractive on both a career and family level. I wish my fellow Red Robin Team Members all the best as they continue to grow the Red Robin brand."

Terry Harryman, the Company's Vice President, Chief Accounting Officer and Controller for the past four years, will serve as interim Chief Financial Officer effective immediately following Mr. Brown's departure on July 15, 2016, while Red Robin conducts a comprehensive search to assess internal and external candidates for the Chief Financial Officer position.

"We are pleased to appoint Terry as our interim CFO," said Steve Carley. "We believe that Terry's deep background - including 20 years of experience leading accounting for the US and Canada and the tax and payroll functions - will continue to be a great asset to Red Robin."

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., and under the trade name Red Robin Gourmet Burgers and Brews, is the Gourmet Burger Authority™, 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. Whether a family dining with kids, adults grabbing a drink at the bar, or teens enjoying a meal, Red Robin offers an unparalleled experience for its guests. In addition to its many burger offerings, Red Robin serves a wide variety of salads, soups,

appetizers, entrees, desserts and signature beverages. Red Robin offers a variety of options behind the bar, including its extensive selection of local and regional beers, and innovative adult beer shakes and cocktails, earning the restaurant a VIBE Vista Award for Best Beer Program in a Multi-Unit Chain Restaurant. There are more than 540 Red Robin restaurants across the United States and Canada, including Red Robin Burger Works® locations and those operating under franchise agreements. Red Robin... YUMMM®! Connect with Red Robin on Facebook, Instagram, and Twitter.

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