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): August 11, 2020

RED ROBIN GOURMET BURGERS, INC.

(Exact name of registrant as specified in its charter) ${\bf 001\text{--}34851}$

84-1573084

Delaware

	(State or other jurisdiction of incorporation)	(Commission File Number		(IRS Employer Identification No.)
	6312 S. Fiddlers Green Circle, Su Greenwood Village, Colora (Address of principal executive	ado 80111		
		Registrant's telephone number, including	ng area code: (303) 846-6000	
		Not Applica (Former name or former address, if		-
Che	eck the appropriate box below if the Form 8-K filing is i	ntended to simultaneously satisfy the filin	ng 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 Rul CFR 240.14d-2(b))	le 14d-2(b) under the Exchange Act (17		
	Pre-commencement communications pursuant to Rul CFR 240.13e-4(c))	le 13e-4(c) under the Exchange Act (17		
Sec	urities registered pursuant to Section 12(b) of the Excha	nnga Act		
Sec	Title of each class	Trading symbol(s)	Name of each exchange or	n which registered
_	Common Stock, \$0.001 par value	RRGB	NASDAQ (GI	lobal Select Market)
	icate by check mark whether the registrant is an emerging hange Act of 1934 (§240.12b-2 of this chapter).	ng growth company as defined in Rule 40:	5 of the Securities Act of 1933 (§230.405	of this chapter) or Rule 12b-2 of the Securities
Eme	erging growth company []			
	n emerging growth company, indicate by check mark if dards provided pursuant to Section 13(a) of the Exchan		stended transition period for complying wi	th any new or revised financial accounting

ITEM 2.02 Results of Operations and Financial Condition

On August 11, 2020, Red Robin Gourmet Burgers, Inc. issued a press release describing selected financial results for the second fiscal quarter ended July 12, 2020. A copy of this press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference. A copy of the supplemental financial information for the second fiscal quarter ended July 12, 2020, that will be referred to during today's investor conference call and webcast, is being furnished as Exhibit 99.2 to this Form 8-K.

The information in this Item 2.02, including the information set forth in Exhibits 99.1 and 99.2, 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, except as shall be expressly set forth by specific reference in such filing.

ITEM 9.01 Financial Statements and Exhibits

(d) Exhibits

Exhibit No.	<u>Description</u>
<u>99.1</u>	Red Robin Gourmet Burgers, Inc. Press Release dated August 11, 2020.
99.2	Supplemental Financial Information dated August 11, 2020 provided by Red Robin Gourmet Burgers, Inc.

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.

RED ROBIN GOURMET BURGERS, INC.

Date: August 11, 2020

By: /s/ Lynn S. Schweinfurth

Lynn S. Schweinfurth Name:

Title: Executive Vice President and Chief Financial Officer

EXHIBIT INDEX

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Red Robin Gourmet Burgers, Inc. Reports Results for the Fiscal Second Quarter Ended July 12, 2020

Greenwood Village, CO – August 11, 2020 – Red Robin Gourmet Burgers, Inc. (NASDAQ: RRGB) ("Red Robin" or the "Company"), a full-service restaurant chain serving an innovative selection of high-quality gourmet burgers in a family-friendly atmosphere, today reported financial results for the quarter ended July 12, 2020.

Second Quarter 2020 Financial Summary Compared to Second Quarter 2019

- Total revenues were \$161.1 million, a decrease of 47.7%, primarily resulting from our operational shift in response to COVID-19, including limited occupant capacity as we reopen dining rooms, operating an off-premise only model at our restaurants with closed dining rooms, and closed restaurants;
- Comparable restaurant revenue decreased 41.4%;
- · Comparable average Guest check decreased 2.9%, resulting from a 5.7% decrease from menu mix, partially offset by a 2.2% increase in pricing and a 0.6% increase from lower discounting;
- Comparable restaurant Guest counts decreased 38.5%;
- Off-premise sales increased 208.7% and comprised 63.8% of total food and beverage sales;
- GAAP loss per diluted share was \$4.09 compared to GAAP earnings per diluted share of \$0.08;
- · Adjusted loss per diluted share was \$3.31 compared to adjusted earnings per diluted share of \$1.03 (see Schedule I);
- Net loss was \$56.3 million compared to net income of \$1.0 million; and
- Adjusted EBITDA was a loss of \$15.3 million compared to adjusted EBITDA of \$25.5 million (see Schedule III).

Paul J.B. Murphy III, Red Robin's President and Chief Executive Officer, said, "We are accelerating the transformation of our business through exceptional hospitality and uncompromising health and safety standards, despite the challenges created by the recent surge in COVID-19 cases and localized, renewed mandates to re-close dining rooms. In addition to generating sequential improvement in average weekly net sales per restaurant over the last five weeks, our record-high dine-in and off-premise satisfaction scores validate our consistent, quality execution as we build trust and affinity within our communities."

Murphy continued, "Having strengthened our liquidity through our recent equity raise of almost \$30 million, we are managing our business prudently while continuing to progress the foundational pillars in our previously articulated strategic plan to create long-term value for our shareholders. This plan includes executing our TGX hospitality model, implementing Donatos® Pizza in our restaurants, and improving our digital experience to drive increased Guest engagement and frequency."

Second Quarter 2020 Operating Results

Total revenues, which primarily include Company-owned restaurant revenue and franchise royalties, decreased 47.7% to \$161.1 million in the second quarter of 2020, from \$308.0 million in the second quarter of 2019. Restaurant revenue decreased \$142.3 million due to a \$112.8 million decrease in comparable restaurant revenue(1) and a \$29.5 million decrease primarily from closed restaurants. The decrease in comparable restaurant revenue was driven by restaurants operating at no higher than 50% occupant capacity for dining rooms that have reopened during the quarter or off-premise only for restaurants with closed dining rooms.

System-wide restaurant revenue (which includes franchised restaurants) for the second quarter of 2020 totaled \$200.4 million, compared to \$366.4 million for the second quarter of 2019. Due to the effects of COVID-19 on Red Robin's franchise operations, we temporarily abated franchise royalty payments and advertising contributions effective March 20, 2020. During the latter half of our second fiscal quarter, however, we resumed charging and collecting partial royalty payments and advertising contributions from our franchisees. Abated royalty payments and advertising contributions will not be collected by the Company.

Comparable restaurant revenue⁽¹⁾ decreased 41.4% in the second quarter of 2020 compared to the same period a year ago, driven by a 38.5% decrease in Guest count and a 2.9% decrease in average Guest check. The decrease in Guest count was primarily driven by a 36.2% decrease from the COVID-19 pandemic. The decrease in average Guest check resulted from a 5.7% decrease in menu mix, partially offset by a 2.2% increase in pricing and a 0.6% increase from lower discounting. The decrease in menu mix was primarily driven by limited dining room capacity at re-opened restaurants and operating off-premise only at restaurants with closed dining rooms, resulting in lower sales of beverages and Finest burgers.

Net loss was \$56.3 million for the second quarter of 2020 compared to net income of \$1.0 million for the same period a year ago. Adjusted net loss (a non-GAAP financial measure) was \$45.5 million for the second quarter of 2020 compared to adjusted net income of \$13.4 million for the same period a year ago (see Schedule I).

Restaurant-level operating profit as a percentage of restaurant revenue (a non-GAAP financial measure) was 2.0% in the second quarter of 2020 compared to 18.2% in the same period a year ago. Cost of sales as a percentage of restaurant revenue increased 30 basis points resulting from an increase in ground beef prices, partially offset by discounts and lower waste. Restaurant labor costs as a percentage of restaurant revenue increased 400 basis points primarily due to sales deleverage and higher hourly wage and benefit rates driven by shifting labor mix in support of our off-premise operating model, partially offset by lower restaurant manager incentive compensation. Other restaurant operating costs as a percentage of restaurant revenue increased 730 basis points primarily due to an increase in third-party delivery fees driven by higher off-premise sales volumes and sales deleverage impacts on restaurant supply, utility, and technology costs, partially offset by a decrease in restaurant maintenance costs. Occupancy costs as a percentage of restaurant revenue increased 460 basis points primarily due to sales deleverage impacts on rent expense and other real estate costs. Schedule II of this earnings release defines restaurant-level operating profit, discusses why it is a useful metric for investors, and reconciles this metric to income from operations and net income, the most directly comparable GAAP metrics.

(1) Comparable restaurants are those Company-owned restaurants that have operated five full quarters during the period presented, and such restaurants are only included in the comparable metrics if they have operated for the entirety of both periods presented.

Restaurant Revenue Performance

	Q2 2020	Q2 2019
Average weekly sales per unit:		
Company-owned – Total	\$ 32,287	\$ 52,907
Company-owned – Comparable(1)	32,277	54,932
Franchised units – Comparable ⁽¹⁾	\$ 34,582	\$ 58,573
Total operating weeks:		
Company-owned units	4,960	5,716
Franchised units	1,116	1,075

⁽i) Comparable restaurants are those Company-owned restaurants that have operated five full quarters during the period presented, and such restaurants are only included in the comparable metrics if they have operated for the entirety of both periods presented.

Other Results

Depreciation and amortization costs decreased to \$20.6 million in the second quarter of 2020 from \$21.4 million in the second quarter of 2019.

General and administrative costs were \$14.1 million, or 8.8% of total revenues, in the second quarter of 2020, compared to \$21.8 million, or 7.1% of total revenues, in the same period a year ago. The decrease was primarily driven by a decrease in Team Member salaries and wages from the reduction in force and temporary salary reductions and a decrease in Team Member benefits, travel and entertainment, and professional services costs.

Selling expenses were \$5.6 million, or 3.4% of total revenues, in the second quarter of 2020, compared to \$13.4 million, or 4.4% of total revenues, during the same period a year ago. The decrease was primarily driven by a reduction in national and local media spend and gift card related costs.

Other charges in the second quarter of 2020 included \$7.6 million of restaurant closure and refranchising costs, \$5.3 million of restaurant asset impairment, \$1.0 million of board and stockholder matters costs, and \$0.7 million of COVID-19 related costs related to the purchase of personal protective equipment for our Team Members and Guests and emergency sick pay provided to restaurant Team Members during the pandemic.

The Company had an effective tax rate of 7.0% in the second quarter of 2020, compared to an effective tax benefit of 106.5% in the same period a year ago. The effective tax rate for the twenty-eight weeks ended July 12, 2020 was 7.7%, compared to a 110.9% benefit for the same period in 2019. The increase in tax expense is primarily due to a decrease in current year tax credits and the recognition of a valuation allowance on the Company's tax credit deferred tax asset, partially offset by a decrease in income and a favorable rate impact of net operating loss carrybacks allowed as part of the Coronavirus Aid, Relief, and Economic Security ("CARES") Act, which could generate projected cash tax refunds in the range of \$14 million to \$17 million within the next 12 months.

Loss per diluted share for the second quarter of 2020 was \$4.09 compared to earnings per diluted share of \$0.08 in the second quarter of 2019. Excluding costs per diluted share included in Other charges of \$0.41 for restaurant closure and refranchising costs, \$0.28 for restaurant asset impairment, \$0.05 for board and stockholder matters costs, and \$0.04 for COVID-19 related costs, adjusted loss per diluted share for the second quarter ended July 12, 2020 was \$3.31. Excluding costs per diluted share included in Other charges of \$0.80 for restaurant asset impairment, \$0.07 for board and stockholder matters costs, \$0.05 for restaurant closure and refranchising costs, \$0.02 for severance and executive transition, and \$0.01 for executive retention, adjusted earnings per diluted share for the second quarter ended July 14, 2019 was \$1.03. See Schedule I for a reconciliation of adjusted net income and adjusted earnings per share.

Restaurant Portfolio

The following table details restaurant unit data for Company-owned and franchised locations for the periods indicated:

	Twelve We	eks Ended	Twenty-Eight Weeks Ended			
	July 12, 2020	July 14, 2019	July 12, 2020	July 14, 2019		
Company-owned:						
Beginning of period	452	483	454	484		
Opened during the period	_	_	_	_		
Closed during the period ⁽²⁾	(2)	(11)	(4)	(12)		
End of period	450	472	450	472		
Franchised:						
Beginning of period	102	89	102	89		
Opened during the period	_	1	_	1		
Closed during the period				_		
End of period	102	90	102	90		
Total number of restaurants	552	562	552	562		

⁽²⁾ In addition to the permanent closures during the twelve and twenty-eight weeks ended July 12, 2020, 35 Company-owned restaurants remained temporarily closed due to the COVID-19 pandemic.

Balance Sheet and Liquidity

As of July 12, 2020, the Company had total debt of \$207.5 million, of which \$9.7 million was classified as current. The Company made net repayments of \$83.4 million on its credit facility during the second quarter of 2020. As of July 12, 2020, the Company had outstanding borrowings under its credit facility of \$206.6 million, in addition to amounts issued under letters of credit of \$7.5 million. Amounts issued under letters of credit reduce the amount available under the credit facility but are not recorded as debt. As of July 12, 2020, the Company had approximately \$107.2 million in total liquidity including cash and cash equivalents and available borrowing capacity under our revolving line of credit. The average cash burn rate for the second quarter of 2020 was approximately \$1 million per week.

On January 10, 2020, the Company replaced its credit facility with a new five-year Amended and Restated Credit Agreement (the "Credit Agreement") which provides for a \$161.5 million revolving line of credit and a \$138.5 million term loan for a total borrowing capacity of \$300 million. The Credit Agreement is included as Exhibit 10.1 to the Company's Current Report on Form 8-K filed with the SEC on January 13, 2020.

On May 29, 2020, the Company entered into the First Amendment to the Credit Agreement and Waiver (the "Amendment") that waived compliance of the lease adjusted leverage ratio financial covenant and fixed charge coverage ratio financial covenant for the first and second quarters of 2020, and it waives compliance for the remainder of fiscal 2020 and sets forth adjusted covenant ratios for fiscal year 2021 provided the Company issued new equity (or convertible debt) generating net cash proceeds of at least \$25 million on or before November 13, 2020. The equity issuance requirement of the Amendment was satisfied on June 17, 2020 when the Company issued 2.6 million shares of common stock raising proceeds of \$28.7 million, net of stock issuance costs, through its at-the-market equity offering. The Amendment was filed as Exhibit 10.1 to the Company's Current Report on Form 8-K filed with the SEC on May 29, 2020.

As of August 9, 2020, the Company had more than \$103 million in total liquidity, including cash and cash equivalents and available borrowing capacity under our revolving line of credit. We currently expect an average cash burn of approximately \$2 million per week for the third fiscal quarter, including the impact of increased occupancy payments compared to the second quarter.

COVID-19 Business Update

Since the release of our first quarter earnings, net comparable restaurant revenue and average net sales per company-owned restaurant through the week ended August 9, 2020 is as follows:

	Week ended										
Company-owned Restaurants(5)	14-Jun	21-Jun	28-Jun	5-Jul	12-Jul	19-Jul	26-Jul	2-Aug	9-Aug		
Weekly Net Comparable Restaurant Revenues	(35.5)%	(27.4)%	(30.4)%	(33.9)%	(33.9)%	(35.9)%	(34.3)%	(35.4)%	(32.8)%		
Average Net Sales per Restaurant	\$38,259	\$40,596	\$38,471	\$33,938	\$34,731	\$35,164	\$36,783	\$37,239	\$38,031		
# of Comparable Company-operated Restaurants (3)	413	413	413	413	413	413	412	412	412		

⁽³⁾ Comparable restaurants are those Company-owned restaurants that have operated five full quarters as of the fiscal week presented. Restaurant count shown is as of the end of the fiscal week presented.

Restaurants with Open Indoor Dining Rooms

As of August 9, 2020, the Company has re-opened 346 indoor dining rooms with limited capacity, representing approximately 84% of currently open Company-owned restaurants. Notably, these restaurants have on average maintained off-premise sales that are approximately 40% of sales mix after re-opening dining rooms. As dining rooms have re-opened, the Company has continued to focus on the mutual health and safety of our Guests and Team Members. In addition to the health and safety measures implemented in the first quarter of 2020, we recently began expanding outdoor seating beyond restaurant patios where possible, piloting partitions between tables in our dining rooms, requiring Guests to wear face coverings in all locations, while entering, exiting, and walking around the restaurant, and providing face masks to Guests who arrive at our restaurants without one.

The Company has been required to re-close dining rooms since the release of our first quarter earnings at numerous Company-owned restaurants, including 53 indoor dining rooms in California due to a state mandate in early July, from the effects of increased COVID-19 cases in certain states and localities. Since these closures in early July, our average weekly net sales per restaurant has increased through the week ended August 9, 2020 even as these indoor dining rooms have remained closed.

Net comparable restaurant revenue and average net sales per Company-owned restaurant with re-opened indoor dining rooms through the week ended August 9, 2020 is as follows:

	week ended									
Re-opened Company-owned Restaurant Indoor Dining Rooms ⁽⁵⁾	14-Jun	21-Jun	28-Jun	5-Jul	12-Jul	19-Jul	26-Jul	2-Aug	9-Aug	
Weekly Net Comparable Restaurant Revenues	(27.0)%	(22.4)%	(26.3)%	(29.7)%	(28.4)%	(30.5)%	(29.5)%	(30.4)%	(27.9)%	
Average Net Sales per Restaurant	\$42,271	\$44,134	\$40,834	\$35,592	\$36,845	\$37,380	\$38,393	\$39,058	\$39,808	
# of Comparable Company-operated Restaurants (4)	336	359	385	328	336	349	350	348	346	

⁽⁴⁾ Net sales performance for Company-owned restaurants with re-opened indoor dining rooms for full fiscal week presented. Restaurant count shown is as of the end of the fiscal week presented.

⁽⁵⁾ Net comparable restaurant revenues and average net sales per restaurant for weeks ending after July 12, 2020 are preliminary amounts.

Outlook for 2020 and Guidance Policy

In light of the ongoing uncertainty regarding the duration and impact of the COVID-19 pandemic, the Company withdrew its 2020 and long-term financial outlook on April 1, 2020.

Investor Conference Call and Webcast

Red Robin will host an investor conference call to discuss its second quarter 2020 results today at 5:00 pm. ET. The conference call can be accessed live over the phone by dialing (201) 689-8560. A replay will be available from approximately two hours after the end of the call and can be accessed by dialing (412) 317-6671; the conference ID is 13707308. The replay will be available through Tuesday, August 18, 2020.

The call will be webcast live and later archived from the Company's website at www.redrobin.com under the investor relations section.

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. At Red Robin, burgers are more than just something Guests eat; they're a bonding experience that brings together friends and families, kids and adults. 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 cocktails. It's now easy to take Red Robin anywhere with online ordering for to-go and Gourmet Burger Bar catering. There are more than 550 Red Robin restaurants across the United States and Canada, including those operating under franchise agreements. Red Robin... YUMMM®! Connect with Red Robin on Facebook, Instagram, and Twitter.

Forward-Looking Statements

Forward-looking statements in this press release regarding the Company's strategic plan and transformation of our business, future performance, Guest satisfaction scores, preliminary results including comparable restaurant revenue and average net sales per restaurant, average cash burn rate, expectations for enterprise level positive cash flow and timing thereof, increased occupancy payments, anticipated rollout of Donatos®, and statements under the heading "COVID-19 Business Update", and all other statements that are not historical facts, are made under the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. These statements are based on assumptions believed by the Company to be reasonable and speak only as of the date on which such statements are made. Without limiting the generality of the foregoing, words such as "expect," "believe," "anticipate," "intend," "plan," "project," "could," "estimate," or the negative or other variations thereof or comparable terminology are intended to identify forward-looking statements. Except as required by law, the Company undertakes no obligation to update such statements to reflect events or circumstances arising after such date and cautions investors not to place undue reliance on any such forward-looking statements. Forward-looking statements involve risks and uncertainties that could cause actual results to differ materially from those described in the statements based on a number of factors, including but not limited to the following: the extent of the impact of the COVID-19 global pandemic or any other epidemic, disease outbreak, or public health emergency, including the duration, spread, severity, and any recurrence of the COVID-19 pandemic, the duration and scope of related government orders and restrictions, the impact on our Team Members, economic, public health, and political conditions that impact consumer confidence and spending, including the impact of COVID-19 and other health epidemics or pandemics on the global economy; the amount of cash tax refund received as a result of the CARES Act; the rapidly evolving nature of the COVID-19 pandemic and related containment measures, including the potential for a complete shutdown of Company restaurants; changes in unemployment rate; the ability to achieve significant cost savings; the Company's ability to defer lease or contract payments or otherwise obtain concessions from landlords, vendors, and other parties in light of the impact of the COVID-19 pandemic; the economic health of the Company's landlords and other tenants in retail centers in which its restaurants are located; the economic health of suppliers, licensees, vendors, and other third parties providing goods or services to the Company; the Company's ability to continue to increase sales; the impact of political protests and curfews imposed by state and local governments; the effectiveness of the Company's marketing strategies and promotions and menu changes; the cost and availability of key food products, distribution, labor, and energy; the effectiveness of the Company's strategic initiatives including service model and technology solutions; the cost and availability of capital or credit facility borrowings; the adequacy of cash flows or available debt resources to fund operations; and other risk factors described from time to time in the Company's Form 10-K, Form 10-Q, and Form 8-K reports (including all amendments to those reports) filed with the U.S. Securities and Exchange

For media relations questions contact:

Danielle Paleafico, Coyne PR (973) 588-2000

For investor relations questions contact:

Raphael Gross, ICR (203) 682-8253

RED ROBIN GOURMET BURGERS, INC. CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS (In thousands, except per share data) (Unaudited)

		Twelve W	eeks En	ided	Twenty-Eight Weeks Ended					
	Jı	ıly 12, 2020	Jı	ıly 14, 2019	Jı	uly 12, 2020	Ju	ıly 14, 2019		
Revenues:										
Restaurant revenue	\$	160,144	\$	302,418	\$	461,578	\$	702,902		
Franchise royalties, fees and other revenue		978		5,563		5,609		14,945		
Total revenues		161,122	<u> </u>	307,981		467,187		717,847		
Costs and expenses:										
Restaurant operating costs (exclusive of depreciation and amortization shown separately below):										
Cost of sales		38,780		72,387		109,206		166,102		
Labor		62,742		106,538		181,308		249,432		
Other operating		34,663		43,000		86,954		98,565		
Occupancy		20,758		25,458		54,415		60,478		
Depreciation and amortization		20,560		21,369		48,880		49,807		
General and administrative		14,141		21,791		40,864		51,881		
Selling		5,556		13,443		20,335		31,469		
Pre-opening costs and acquisition costs		3		_		156		319		
Other charges		14,501		16,847		133,880		19,245		
Total costs and expenses		211,704		320,833		675,998		727,298		
Loss from operations		(50,582)		(12,852)		(208,811)		(9,451)		
Other expense:										
Interest expense, net and other		1,979		2,153		5,349		5,391		
Loss before income taxes		(52,561)		(15,005)		(214,160)		(14,842)		
Income tax provision (benefit)		3,700		(15,986)		16,399		(16,462)		
Net (loss) income	\$	(56,261)	\$	981	\$	(230,559)	\$	1,620		
(Loss) earnings per share:										
Basic	\$	(4.09)	\$	0.08	\$	(17.38)	\$	0.12		
Diluted	\$	(4.09)	\$	0.08	\$	(17.38)	\$	0.12		
Weighted average shares outstanding:										
Basic		13,741		12,970		13,262		12,969		
Diluted		13,741		13,043		13,262		13,047		

RED ROBIN GOURMET BURGERS, INC. CONDENSED CONSOLIDATED BALANCE SHEETS (In thousands, except per share amounts)

	(Unaudited) July 12, 2020	Dece	mber 29, 2019
Assets:			
Current Assets:			
Cash and cash equivalents	\$ 26,138	\$	30,045
Accounts receivable, net	8,989		22,372
Inventories	24,983		26,424
Prepaid expenses and other current assets	46,817		26,646
Total current assets	106,927		105,487
Property and equipment, net	461,350		518,013
Right of use assets, net	415,900		426,248
Goodwill	_		96,397
Intangible assets, net	26,537		29,975
Other assets, net	19,931		61,460
Total assets	\$ 1,030,645	\$	1,237,580
Liabilities and Stockholders' Equity:			
Current Liabilities:			
Accounts payable	\$ 19,906	\$	33,040
Accrued payroll and payroll related liabilities	25,135		35,221
Unearned revenue	43,938		54,223
Current portion of lease obligations	62,068		42,699
Current portion of long-term debt	9,692		
Accrued liabilities and other	44,250		29,403
Total current liabilities	 204,989		194,586
Long-term debt	197,798		206,875
Long-term portion of lease obligations	455,288		465,435
Other non-current liabilities	14,479		10,164
Total liabilities	872,554		877,060
Stockholders' Equity:			
Common stock; \$0.001 par value: 45,000 shares authorized; 20,449 and 17,851 shares issued; 15,547 and 12,923 shares outstanding as of July 12, 2020 and December 29, 2019	20		18
Preferred stock, \$0.001 par value: 3,000 shares authorized; no shares issued and outstanding as of July 12, 2020 and December 29, 2019			_
Treasury stock, 4,902 and 4,928 shares, at cost as of July 12, 2020 and December 29, 2019	(199,945)		(202,313)
Paid-in capital	240,812		213,922
Accumulated other comprehensive loss, net of tax	(5,503)		(4,373)
Retained earnings	122,707		353,266
Total stockholders' equity	158,091		360,520
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Reconciliation of Non-GAAP Results to GAAP Results (In thousands, except per share data, unaudited)

In addition to the results provided in accordance with Generally Accepted Accounting Principles ("GAAP") throughout this press release, the Company has provided non-GAAP measurements which present the twelve and twenty-eight weeks ended July 12, 2020, and July 14, 2019, net income and basic and diluted earnings per share, excluding the effects of goodwill impairment, restaurant asset impairment, litigation contingencies, board and stockholder matters costs, restaurant closure and refranchising costs, severance and executive transition costs, COVID-19 related costs, executive retention costs, and related income tax effects. The Company believes the presentation of net income and earnings per share exclusive of the identified item gives the reader additional insight into the ongoing operational results of the Company. This supplemental information will assist with comparisons of past and future financial results against the present financial results presented herein. Income tax effect of reconciling items was calculated based on the change in the total tax provision calculation after adjusting for the identified item. The non-GAAP measurements are intended to supplement the presentation of the Company's financial results in accordance with GAAP.

Conditability Continue		Twelve W	eeks	Ended	Twenty-Eigh	eks Ended	
Code/#ill impairment		 July 12, 2020		July 14, 2019	 July 12, 2020		July 14, 2019
Restaurant asset impairment 5,281 14,064 20,779 14,064 Restaurant closure and refranchising costs 7,002 1,010 9,008 1,3 Litigation contingencies 967 1,152 2,449 1,1 Board and stockholder matter costs 697 1,152 2,449 1,1 Severance and executive transition 9 370 881 2,2 COVID-19 related costs 651 — 499 5 Executive retention — 200 — 3 5 Executive retention — 200 — 3 5 3 3 4,308 3 4,308 3<	Net (loss) income as reported	\$ (56,261)	\$	981	\$ (230,559)	\$	1,620
Restaurant closure and refranchising costs	Goodwill impairment	_		_	95,414		_
Distribution contingencies 967	Restaurant asset impairment	5,281		14,064	20,779		14,064
Board and stockholder matter costs	Restaurant closure and refranchising costs	7,602		1,001	9,008		1,305
Severance and executive transition 651 — 881 2.2 COVID-19 related costs 651 — 849 Executive retention — 200 — 5 Income tax expense (3,770) (4,380) (34,800) 5 Adjust che (loss) income \$ (45,530) \$ 13,448 \$ (131,488) \$ 15,5 Basic (loss) earnings per share: — — — 7.19 Restaurant asset impairment — — — 7.19 Restaurant asset impairment — — — 7.19 Restaurant closure and refranchising costs — — — 7.19 Litigation contingencies — — — — 1.04 Board and stockholder matter costs — — — — — — COVID-19 related costs — — — — — — — — — — — — — — — — — <td< td=""><td>Litigation contingencies</td><td>_</td><td></td><td>_</td><td>4,500</td><td></td><td>_</td></td<>	Litigation contingencies	_		_	4,500		_
COVID-19 related costs	Board and stockholder matter costs	967		1,152	2,449		1,152
Executive retention	Severance and executive transition	_		370	881		2,364
Name Name	COVID-19 related costs	651		_	849		_
Adjusted net (loss) income S	Executive retention	_		260	_		360
Basic (loss) earnings per share: Net (loss) income as reported \$ (4.09) \$ 0.08 \$ (17.38) \$ 0.06	Income tax expense	(3,770)		(4,380)	(34,809)		(5,004)
Net (loss) income as reported \$ (4.09) \$ 0.08 \$ (17.38) \$ 0.08	Adjusted net (loss) income	\$ (45,530)	\$	13,448	\$ (131,488)	\$	15,861
Coodwill impairment	Basic (loss) earnings per share:						
Restaurant asset impairment 0.38 1.08 1.57 1 Restaurant closure and refranchising costs 0.55 0.07 0.68 0 Litigation contingencies — — — 0.34 Board and stockholder matter costs 0.07 0.09 0.18 0 Severance and executive transition — 0.03 0.07 0 COVID-19 related costs 0.05 — 0.06 — Executive retention — 0.02 — 0 Income tax expense (0.27) (0.34) (2.62) 0 Adjusted (loss) earnings per share - basic \$ (3.31) \$ 1.03 \$ 9.01 \$ 1 Diluted (loss) earnings per share - basic \$ (4.09) \$ 0.08 \$ (7.38) \$ 0 Billuted (loss) earnings per share - basic \$ (4.09) \$ 0.08 \$ (17.38) \$ 0 Bet (loss) income as reported \$ (4.09) \$	Net (loss) income as reported	\$ (4.09)	\$	0.08	\$ (17.38)	\$	0.12
Restaurant closure and refranchising costs 0.55 0.07 0.68 0 Litigation contingencies — — 0.34 — Board and stockholder matter costs 0.07 0.09 0.18 0 Severance and executive transition — 0.03 0.07 0 COVID-19 related costs 0.05 — 0.06 — 0 Executive retention — 0.02 — 0 0 Income tax expense (0.27) (0.34) (2.62) (0 0 Adjusted (loss) earnings per share - basic \$ 3.31) \$ 1.03 \$ (9.91) \$ 1.0 Diluted (loss) earnings per share - basic \$ (3.31) \$ 0.03 \$ (9.91) \$ 1.0 Well (loss) income as reported \$ (4.09) \$ 0.08 \$ (17.38) \$ 0 Goodwill impairment — — — 7.19 1 Restaurant closure and refranchising costs 0.55	Goodwill impairment	_		_	7.19		_
Restaurant closure and refranchising costs 0.55 0.07 0.68 0 Litigation contingencies — — 0.34 — Board and stockholder matter costs 0.07 0.09 0.18 0 Severance and executive transition — 0.03 0.07 0 COVID-19 related costs 0.05 — 0.06 — 0 Executive retention — 0.02 — 0 0 Income tax expense (0.27) (0.34) (2.62) (0 0 Adjusted (loss) earnings per share - basic \$ (3.31) \$ 1.03 \$ (9.91) \$ 1.0 Vet (loss) income as reported \$ (4.09) \$ 0.08 \$ (17.38) \$ 0 Goodwill impairment — — — 7.19 — 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	Restaurant asset impairment	0.38		1.08	1.57		1.08
Board and stockholder matter costs 0.07 0.09 0.18 0 Severance and executive transition — 0.03 0.07 0 COVID-19 related costs 0.05 — 0.06 Executive retention — 0.02 — 0 Income tax expense (0.27) (0.34) (2.62) (0 Adjusted (loss) earnings per share - basic \$ (3.31) \$ 1.03 \$ (9.91) \$ 1 Diluted (loss) earnings per share - Severance and executive response \$ (4.09) \$ 0.08 \$ (17.38) \$ 0 Solid (loss) earnings per share: Severance and executive response \$ (4.09) \$ 0.08 \$ (17.38) \$ 0 Set (loss) income as reported \$ (4.09) \$ 0.08 \$ (17.38) \$ 0 Goodwill impairment — — — 7.19 Restaurant asset impairment 0.38 1.08 1.57 1 Restaurant closure and refranchising costs 0.55 0.07 0.68 0 Litigation contingencies — — — <td></td> <td>0.55</td> <td></td> <td>0.07</td> <td>0.68</td> <td></td> <td>0.10</td>		0.55		0.07	0.68		0.10
Severance and executive transition	Litigation contingencies	_		_	0.34		_
COVID-19 related costs 0.05 — 0.06 Executive retention — 0.02 — 0 Income tax expense (0.27) (0.34) (2.62) (0 Adjusted (loss) earnings per share - basic \$ (3.31) \$ 1.03 \$ (991) \$ 1 Diluted (loss) earnings per share: Use of the color of the colo	Board and stockholder matter costs	0.07		0.09	0.18		0.09
Executive retention	Severance and executive transition	_		0.03	0.07		0.18
Income tax expense (0.27) (0.34) (2.62) (0.40) Adjusted (loss) earnings per share - basic \$ (3.31) \$ (1.03) \$ (9.91) \$ (1.20) Diluted (loss) earnings per share: Net (loss) income as reported \$ (4.09) \$ (0.08) \$ (17.38) \$ (0.08) Restaurant asset impairment 7.19 Restaurant asset impairment 0.38 1.08 1.57 1.18 Restaurant closure and refranchising costs 0.55 0.07 0.68 0.08 Litigation contingencies 0.34 Board and stockholder matter costs 0.07 0.09 0.18 0.09 Severance and executive transition 0.03 0.07 0.06 Executive retention 0.02 0.06 Executive retention 0.02 0.06 Executive retention 0.02 0.08 Adjusted (loss) earnings per share - diluted \$ (3.31) \$ (1.34) (2.62) (0.34) Weighted average shares outstanding Basic 13,741 12,970 13,262 12,55 Basic 13,741 12,970 13,262 12,55 Diluted (10.54) 1.55 1.05 1.05 1.05 Diluted (10.54) 1.05 1.05 1.05 1.05 Diluted (10.54) 1.05 1.05 Diluted (10.55) 1.05 Diluted (10.5	COVID-19 related costs	0.05		_	0.06		_
Adjusted (loss) earnings per share - basic \$ (3.31) \$ 1.03 \$ (9.91) \$ 1 Diluted (loss) earnings per share: Net (loss) income as reported \$ (4.09) \$ 0.08 \$ (17.38) \$ 0 Goodwill impairment — — — — — — — 7.19 7.19 Restaurant asset impairment 0.38 1.08 1.57 1 Restaurant closure and refranchising costs 0.55 0.07 0.68 0 Litigation contingencies — — — — — — 0.34 Board and stockholder matter costs 0.07 0.09 0.18 0 Severance and executive transition — — 0.03 0.07 0 COVID-19 related costs 0.05 — — 0.06 Executive retention — — 0.02 — — 0 Income tax expense (0.27) (0.34) (2.62) (0 Adjusted (loss) earnings per share - diluted \$ (3.31) \$ 1.03 \$ (9.91) \$ 1 Weighted average shares outstanding Basic 13,741 12,970 13,262 12,5	Executive retention	_		0.02	_		0.03
Diluted (loss) earnings per share: Net (loss) income as reported \$ (4.09) \$ 0.08 \$ (17.38) \$ 0.09	Income tax expense	(0.27)		(0.34)	(2.62)		(0.38)
Net (loss) income as reported \$ (4.09) \$ 0.08 \$ (17.38) \$ 0 Goodwill impairment — — — 7.19 Restaurant asset impairment 0.38 1.08 1.57 1 Restaurant closure and refranchising costs 0.55 0.07 0.68 0 Litigation contingencies — — 0.34 Board and stockholder matter costs 0.07 0.09 0.18 0 Severance and executive transition — 0.03 0.07 0 COVID-19 related costs 0.05 — 0.06 Executive retention — 0.02 — 0 Income tax expense (0.27) (0.34) (2.62) (0 Adjusted (loss) earnings per share - diluted \$ (3.31) \$ 1.03 \$ (9.91) \$ 1 Weighted average shares outstanding Basic 13,741 12,970 13,262 12,970	Adjusted (loss) earnings per share - basic	\$ (3.31)	\$	1.03	\$ (9.91)	\$	1.22
Goodwill impairment — — 7.19 Restaurant asset impairment 0.38 1.08 1.57 1 Restaurant closure and refranchising costs 0.55 0.07 0.68 0 Litigation contingencies — — 0.34 Board and stockholder matter costs 0.07 0.09 0.18 0 Severance and executive transition — 0.03 0.07 0 COVID-19 related costs 0.05 — 0.06 Executive retention — 0.02 — 0 Income tax expense (0.27) (0.34) (2.62) (0 Adjusted (loss) earnings per share - diluted \$ (3.31) \$ 1.03 \$ (9.91) \$ 1 Weighted average shares outstanding 13,741 12,970 13,262 12,970	Diluted (loss) earnings per share:						
Restaurant asset impairment 0.38 1.08 1.57 1 Restaurant closure and refranchising costs 0.55 0.07 0.68 0 Litigation contingencies — — 0.34 Board and stockholder matter costs 0.07 0.09 0.18 0 Severance and executive transition — 0.03 0.07 0 COVID-19 related costs 0.05 — 0.06 Executive retention — 0.02 — 0 Income tax expense (0.27) (0.34) (2.62) (0 Adjusted (loss) earnings per share - diluted \$ (3.31) \$ 1.03 \$ (9.91) \$ 1 Weighted average shares outstanding Basic 13,741 12,970 13,262 12,970	Net (loss) income as reported	\$ (4.09)	\$	0.08	\$ (17.38)	\$	0.12
Restaurant asset impairment 0.38 1.08 1.57 1 Restaurant closure and refranchising costs 0.55 0.07 0.68 0 Litigation contingencies — — 0.34 Board and stockholder matter costs 0.07 0.09 0.18 0 Severance and executive transition — 0.03 0.07 0 COVID-19 related costs 0.05 — 0.06 Executive retention — 0.02 — 0 Income tax expense (0.27) (0.34) (2.62) (0 Adjusted (loss) earnings per share - diluted \$ (3.31) \$ 1.03 \$ (9.91) \$ 1 Weighted average shares outstanding Basic 13,741 12,970 13,262 12,970	Goodwill impairment	_		_	7.19		_
Litigation contingencies — — 0.34 Board and stockholder matter costs 0.07 0.09 0.18 0 Severance and executive transition — 0.03 0.07 0 COVID-19 related costs 0.05 — 0.06 Executive retention — 0.02 — 0 Income tax expense (0.27) (0.34) (2.62) (0 Adjusted (loss) earnings per share - diluted \$ (3.31) \$ 1.03 \$ (9.91) \$ 1 Weighted average shares outstanding Basic 13,741 12,970 13,262 12,970	Restaurant asset impairment	0.38		1.08	1.57		1.08
Board and stockholder matter costs 0.07 0.09 0.18 0 Severance and executive transition — 0.03 0.07 0 COVID-19 related costs 0.05 — 0.06 Executive retention — 0.02 — 0 Income tax expense (0.27) (0.34) (2.62) (0 Adjusted (loss) earnings per share - diluted \$ (3.31) \$ 1.03 \$ (9.91) \$ 1 Weighted average shares outstanding Basic 13,741 12,970 13,262 12,970	Restaurant closure and refranchising costs	0.55		0.07	0.68		0.10
Severance and executive transition — 0.03 0.07 0 COVID-19 related costs 0.05 — 0.06 Executive retention — 0.02 — 0 Income tax expense (0.27) (0.34) (2.62) (0 Adjusted (loss) earnings per share - diluted \$ (3.31) \$ 1.03 \$ (9.91) \$ 1 Weighted average shares outstanding Basic 13,741 12,970 13,262 12,970	Litigation contingencies	_		_	0.34		_
COVID-19 related costs 0.05 — 0.06 Executive retention — 0.02 — 0 Income tax expense (0.27) (0.34) (2.62) (0 Adjusted (loss) earnings per share - diluted \$ (3.31) \$ 1.03 \$ (9.91) \$ 1 Weighted average shares outstanding Basic 13,741 12,970 13,262 12,970	Board and stockholder matter costs	0.07		0.09	0.18		0.09
Executive retention — 0.02 — 0 Income tax expense (0.27) (0.34) (2.62) (0 Adjusted (loss) earnings per share - diluted \$ (3.31) \$ 1.03 \$ (9.91) \$ 1 Weighted average shares outstanding Basic 13,741 12,970 13,262 12,500	Severance and executive transition	_		0.03	0.07		0.18
Income tax expense (0.27) (0.34) (2.62) (0 Adjusted (loss) earnings per share - diluted \$ (3.31) \$ 1.03 \$ (9.91) \$ 1 Weighted average shares outstanding Basic 13,741 12,970 13,262 12,50	COVID-19 related costs	0.05		_	0.06		_
Adjusted (loss) earnings per share - diluted \$ (3.31) \$ 1.03 \$ (9.91) \$ 1 Weighted average shares outstanding Basic 13,741 12,970 13,262 12,5	Executive retention	_		0.02	_		0.03
Weighted average shares outstanding Basic 13,741 12,970 13,262 12,970	Income tax expense	(0.27)		(0.34)	(2.62)		(0.38)
Basic 13,741 12,970 13,262 12,5	Adjusted (loss) earnings per share - diluted	\$ (3.31)	\$	1.03	\$ (9.91)	\$	1.22
	Weighted average shares outstanding	 					
Diluted 13.741 13.043 13.262 13.0	Basic	13,741		12,970	13,262		12,969
Diluted 15,741 15,045 15,202 15,0	Diluted	13,741		13,043	13,262		13,047

Reconciliation of Non-GAAP Restaurant-Level Operating Profit to Loss from Operations and Net (Loss) Income (In thousands, unaudited)

The Company believes restaurant-level operating profit is an important measure for management and investors because it is widely regarded in the restaurant industry as a useful metric by which to evaluate restaurant-level operating efficiency and performance. The Company defines restaurant-level operating profit to be restaurant revenue minus restaurant-level operating costs, excluding restaurant impairment and closure costs. The measure includes restaurant-level occupancy costs that include fixed rents, percentage rents, common area maintenance charges, real estate and personal property taxes, general liability insurance, and other property costs, but excludes depreciation related to restaurant equipment, buildings and leasehold improvements. The measure excludes depreciation and amortization expense, substantially all of which is related to restaurant-level assets, because such expenses represent historical sunk costs which do not reflect current cash outlay for the restaurants. The measure also excludes selling, general, and administrative costs, and therefore excludes costs associated with selling, general, and administrative functions, and pre-opening costs. The Company excludes restaurant closure costs as they do not represent a component of the efficiency of continuing operations. Restaurant impairment costs are excluded, because, similar to depreciation and amortization, they represent a non-cash charge for the Company's investment in its restaurants and not a component of the efficiency of restaurant operations. Restaurant-level operating profit is not a measurement determined in accordance with GAAP and should not be considered in isolation, or as an alternative, to income from operations or net income as indicators of financial performance. Restaurant-level operating profit as presented may not be comparable to other similarly titled measures of other companies in the Company's industry. The table below sets forth certain unaudited information for the twelve and twenty-eight weeks ended July 12, 2020

		Twelve We	eks	Ended		Twenty-Eight Weeks Ended						
	July 12,	2020		July 14, 2	019		July 12, 2	020		July 14, 20)19	
Restaurant revenues	\$ 160,144	99.4 %	\$	302,418	98.2 %	\$	461,578	98.8 %	\$	702,902	97.9 %	
Restaurant operating costs(1):												
Cost of sales	38,780	24.2 %		72,387	23.9 %		109,206	23.7 %		166,102	23.6 %	
Labor	62,742	39.2 %		106,538	35.2 %		181,308	39.3 %		249,432	35.5 %	
Other operating	34,663	21.6 %		43,000	14.3 %		86,954	18.8 %		98,565	14.0 %	
Occupancy	20,758	13.0 %		25,458	8.4 %		54,415	11.8 %		60,478	8.6 %	
Restaurant-level operating profit	3,201	2.0 %	_	55,035	18.2 %		29,695	6.4 %	_	128,325	18.3 %	
Add – Franchise royalties, fees and other revenue	978	0.6 %		5,563	1.8 %		5,609	1.2 %		14,945	2.1 %	
Deduct – other operating:												
Depreciation and amortization	20,560	12.8 %		21,369	6.9 %		48,880	10.5 %		49,807	6.9 %	
General and administrative expenses	14,141	8.8 %		21,791	7.1 %		40,864	8.7 %		51,881	7.2 %	
Selling	5,556	3.4 %		13,443	4.4 %		20,335	4.4 %		31,469	4.4 %	
Pre-opening & acquisition costs	3	— %		_	%		156	— %		319	%	
Other charges	14,501	9.0 %		16,847	5.5 %		133,880	28.7 %		19,245	2.7 %	
Total other operating	54,761	34.0 %		73,450	23.8 %		244,115	52.3 %		152,721	21.3 %	
Loss from operations	(50,582)	(31.4)%		(12,852)	(4.2)%		(208,811)	(44.7)%		(9,451)	(1.3)%	
Interest expense, net and other	1,979	1.2 %		2,153	0.7 %		5,349	1.1 %		5,391	0.8 %	
Income tax provision (benefit)	3,700	2.3 %		(15,986)	(5.2)%		16,399	3.5 %		(16,462)	(2.3)%	
Total other	5,679	3.5 %		(13,833)	(4.5)%		21,748	4.7 %		(11,071)	(1.5)%	
Net (loss) income	\$ (56,261)	(34.9)%	\$	981	0.3 %	\$	(230,559)	(49.4)%	\$	1,620	0.2 %	

⁽¹⁾ Excluding depreciation and amortization, which is shown separately.

Certain percentage amounts in the table above do not total due to rounding as well as the fact that components of restaurant-level operating profit are expressed as a percentage of restaurant revenue and not total revenues.

Reconciliation of Net (Loss) Income to EBITDA and Adjusted EBITDA (In thousands, unaudited)

The Company defines EBITDA as net (loss) income before interest expense, benefit for income taxes, and depreciation and amortization. EBITDA and adjusted EBITDA are presented because the Company believes investors' understanding of its performance is enhanced by including these non-GAAP financial measures as a reasonable basis for evaluating its ongoing results of operations excluding the effects of goodwill impairment, restaurant asset impairment, litigation contingencies, board and stockholder matters costs, restaurant closure and refranchising costs, severance and executive transition costs, COVID-19 related costs, and executive retention costs. EBITDA and adjusted EBITDA are supplemental measures of operating performance that do not represent and should not be considered as alternatives to net (loss) income or cash flow from operations, as determined by GAAP, and the Company's calculation thereof may not be comparable to that reported by other companies in its industry or otherwise. Adjusted EBITDA further adjusts EBITDA to reflect the additions and eliminations shown in the table below. The use of adjusted EBITDA as a performance measure permits a comparative assessment of our operating performance relative to the Company's performance based on its GAAP results, while isolating the effects of some items that vary from period to period without any correlation to core operating performance. Adjusted EBITDA as presented may not be comparable to other similarly-titled measures of other companies, and the Company's presentation of adjusted EBITDA should not be construed as an inference that its future results will be unaffected by excluded or unusual items. The Company has not provided a reconciliation of its adjusted EBITDA outlook to the most comparable GAAP measure of net income. Providing net income guidance is potentially misleading and not practical given the difficulty of projecting event-driven transactional and other non-core operating items that are included in net income, including asset impairments

		Twelve W	eeks	Ended	Twenty-Eight Weeks Ended			
	J	July 12, 2020		July 14, 2019		July 12, 2020		July 14, 2019
Net (loss) income as reported	\$	(56,261)	\$	981	\$	(230,559)	\$	1,620
Interest expense, net		2,194		2,322		5,428		5,667
Income tax provision (benefit)		3,700		(15,986)		16,399		(16,462)
Depreciation and amortization		20,560		21,369		48,880		49,807
EBITDA	\$	(29,807)	\$	8,686	\$	(159,852)	\$	40,632
Goodwill impairment	\$	_	\$	_	\$	95,414	\$	_
Restaurant asset impairment		5,281		14,064		20,779		14,064
Restaurant closure and refranchising costs		7,602		1,001		9,008		1,305
Litigation contingencies		_		_		4,500		_
Board and stockholder matter costs		967		1,152		2,449		1,152
Severance and executive transition		_		370		881		2,364
COVID-19 related costs		651		_		849		_
Executive retention		_		260		_		360
Adjusted EBITDA	\$	(15,306)	\$	25,533	\$	(25,972)	\$	59,877



Second Quarter 2020 Results

August 11, 2020



Forward-Looking Statements

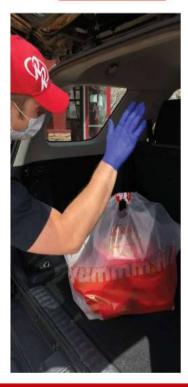
Forward-looking statements in this presentation regarding the Company's future performance, including sales growth and off-premise sales growth, reopening and closures of dining rooms, estimated average weekly cash burn and underlying assumptions including full rent payments, re-opening costs, and other onetime COVID-19 expenses, preliminary weekly net comparable restaurant revenues and average net sales per restaurant, rollout of Donato's in our Seattle market, and all other statements that are not historical facts, are made under the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. These statements are based on assumptions believed by the Company to be reasonable and speak only as of the date on which such statements are made. Without limiting the generality of the foregoing, words such as "expect," "believe," "anticipate," "intend," "plan," "project," "will" or "estimate," or the negative or other variations thereof or comparable terminology are intended to identify forward-looking statements. Except as required by law, the Company undertakes no obligation to update such statements to reflect events or circumstances arising after such date and cautions investors not to place undue reliance on any such forward-looking statements. Forward-looking statements involve risks and uncertainties that could cause actual results to differ materially from those described in the statements based on a number of factors, including but not limited to the following: the extent of the impact of the COVID-19 global pandemic or any other epidemic, disease outbreak, or public health emergency, including the duration, spread, severity, and any recurrence of the COVID-19 pandemic, the duration and scope of related government orders and restrictions, the impact on our Team Members, economic, public health, and political conditions that impact consumer confidence and spending, including the impact of COVID-19 and other health epidemics or pandemics on the global economy; the amount of cash tax refund received as a result of the CARES Act; the rapidly evolving nature of the COVID-19 pandemic and related containment measures, including the potential for a complete shutdown of Company restaurants; changes in unemployment rate; the ability to achieve significant cost savings; the Company's ability to defer lease or contract payments or otherwise obtain concessions from landlords, vendors, and other parties in light of the impact of the COVID-19 pandemic; the economic health of the Company's landlords and other tenants in retail centers in which its restaurants are located; the economic health of suppliers, licensees, vendors, and other third parties providing goods or services to the Company; the Company's ability to continue to increase sales; the impact of political protests and curfews imposed by state and local governments; the effectiveness of the Company's marketing strategies and promotions and menu changes; the cost and availability of key food products, distribution, labor, and energy; the effectiveness of the Company's strategic initiatives including service model and technology solutions; the cost and availability of capital or credit facility borrowings; the adequacy of cash flows or available debt resources to fund operations; and other risk factors described from time to time in the Company's Form 10-K, Form 10-Q, and Form 8-K reports (including all amendments to those reports) filed with the U.S. Securities and Exchange Commission.

This presentation also contains non-GAAP financial information. Management uses this information in its internal analysis of results and believes that this information may be informative to investors in gauging the quality of the Company's financial performance, identifying trends in results, and providing meaningful period-to-period comparisons. For a reconciliation of non-GAAP measures presented in this document, see the Appendix of this presentation or the Schedules to the Q2 press release posted on redrobin.com.

Business and Operational Update Related to COVID-19

- Persevering through an unprecedented time for the business, industry, and country to combat the global COVID-19 crisis
- Strategic investments made prior to the crisis in off-premise, digital, and loyalty have enabled us to successfully shift the business to an off-premise model
- Maintaining higher off-premise sales of 208.7% growth in Q2 versus the prior year with the majority of dining rooms open
- · 53 California restaurants had to re-close indoor dining rooms in early July
- With relentless focus on health and safety for Team Members and Guests, achieving record high Guest satisfaction scores
- 84% of Company-operated restaurants have indoor dining rooms open with limited capacity and comparable restaurant revenue of (27.9)% as of August 9, 2020
- Resuming certain strategic initiatives, including rollout of our Total Guest Experience ("TGX") hospitality
 model at reopened stores, continued rollout of Donatos® in our Seattle market, enhancing technology and
 digital capabilities and refining prototype for the future
- Finalized an amendment to our Credit Facility, which provides covenant relief through the third quarter of 2021
- Secured liquidity capacity and raised cash proceeds of \$29.7 million on the first day of our at-the-market equity offering, enhancing financial flexibility
- Confident in our ability to emerge in an even stronger position and with a more robust business model, given our enduring brand promise, compelling value proposition, and commitment to best-in-class operations





Red Robin Second Quarter Financial and Operating Results

- Red Robin entered fiscal 2020 with strong business momentum and substantially improved guest satisfaction scores
 - Through the first eight weeks of the year, comparable restaurant revenue grew 3.7%, driven in part by positive Guest counts
- Comparable restaurant revenue decreased 41.4% for Q2 due to the severe impact of the COVID-19 pandemic
- · 346 indoor dining rooms re-opened as of August 9, 2020
- Off-premise sales increased 208.7% for Q2 comprising 63.8% of total food and beverage sales, including catering
- GAAP loss per diluted share was \$4.09 compared to \$0.08 in Q2 2020. Adjusted diluted loss per share⁽¹⁾ was \$3.31 compared to earnings per diluted share of \$1.03 in Q2 2019
- · Net loss was \$56.3 million compared to net income of \$1.0 million in Q2 2019
- Adjusted EBITDA⁽¹⁾ was a loss of \$15.3 million compared to \$25.5 million in Q2 2019
- Restaurant-level operating profit⁽¹⁾ was 2.0% compared to 18.2% in the prior year
- Since the closing of indoor dining rooms in California, five sequential weeks of net sales improvement through August 9, due to re-opened dining room sales and the continued strong growth in off-premise











See reconciliations of non-GAAP financial measures to the most comparable GAAP financial measures in Appendix.

Responding to the COVID 19 Pandemic



OFF PREMISE BUSINESS DRIVING STABILITY EVEN AS DINING ROOMS RE-OPEN

- Strategic decision to enhance off-premise business over the last few years (Red Robin Delivery / last mile delivery, online ordering, mobile access, curbside service) has enabled the Company to serve higher volumes of off-premise guests during the pandemic
- Off-premise sales increased 208.7% during Q2 2020 and comprised 63.8% of total food and beverage sales, even as 84% of indoor dining rooms have re-opened

FINANCIAL MEASURES TO ENSURE AMPLE LIQUIDITY AND FINANCIAL FLEXIBILITY

- As of August 9, 2020, Red Robin has liquidity of over \$103 million of liquidity
- Estimated average cash burn of \$2.0 million per week¹
 - This includes the impact of increased occupancy payments as compared to the second quarter
- Finalized an amendment to its credit facility, which provides further financial flexibility during the COVID-19 pandemic
- Raised \$29.7 million in at-the-market equity offering

DEDICATION TO SUPPORTING OUR EMPLOYEES AND GUESTS

- The health and safety of our Guests and Team Members remains our number one priority
- Enhanced measures when re-opening dining areas including Team Members wearing face coverings, completing daily health surveys, and social distancing protocols
- Red Robin has made visible cleaning and disinfecting behaviors important elements of its daily operations
- All re-opened dining rooms feature the Company's new hospitality model, Total Guest Experience ("TGX")

¹ Estimate through the third quarter

Recent Performance and Dining Room Openings



- Since the mid-March peak impact of the COVID-19 pandemic, substantial improvement in average weekly net sales per restaurant with sequential increases over the last five weeks
- On April 28, Red Robin began opening select dining rooms in a limited capacity
- During the week of July 5, 53 California restaurants had to re-close indoor dining rooms
- 84% of Company-operated indoor dining rooms re-opened as of August 9
- Resuming certain strategic initiatives, including rolling out Donatos[®] to our Seattle market



of Company-operated restaurants with reopened indoor dining rooms as of August 9

\$38,031

average net sales per restaurant for the week of August 9

\$39,808

average net sales per restaurant with reopened indoor dining rooms for the week of August 9



Note: Father's Day occurred the week of June 21, 2020 and the week of June 14, 2019

Recent Performance and Dining Room Openings



Increasing average weekly net sales per restaurant since California indoor dining rooms closed:

C		Week ended								
Company-owned Restaurants	14-Jun ⁽²⁾	21-Jun ⁽²⁾	28-Jun	5-Jul ⁽³⁾	12-Jul	19-Jul	26-Jul	2-Aug	9-Aug	
Weekly Net Comparable Restaurant Revenues	(35,5)%	(27,4)%	(30,4)%	(33.9)%	(33.9)%	(35.9)%	(34.3)%	(35,4)%	(32.8)%	
Average Net Sales per Restaurant	\$38,259	\$40,596	\$38,471	\$33,938	\$34,731	\$35,164	\$36,783	\$37,239	\$38,031	
# of Comparable Company-operated Restaurants	413	413	413	413	413	413	412	412	412	

As of August 9, 2020, the Company has re-opened 346 indoor dining rooms with limited capacity, representing approximately 84% of currently open Company-owned restaurants:

	4				Week ended				
Re-opened Company-owned Restaurants(1)	14-Jun ⁽²⁾	21-Jun ⁽²⁾	28-Jun	5-Jul ⁽³⁾	12-Jul	19-Jul	26-Jul	2-Aug	9-Aug
Weekly Net Comparable Restaurant Revenues	(27.0)%	(22.4)%	(26.3)%	(29.7)%	(28.4)%	(30.5)%	(29.5)%	(30.4)%	(27.9)%
Average Net Sales per Restaurant	\$42,271	\$44,134	\$40,834	\$35,592	\$36,845	\$37,380	\$38,393	\$39,058	\$39,808
# of Comparable Company-operated Restaurants	336	359	385	328	336	349	350	348	346

⁽¹⁾ Net sales performance for restaurants re-opened for full fiscal week presented. Restaurant count shown is as of the end of fiscal week presented.

⁽²⁾ Father's Day occurred the week of June 21, 2020 and the week of June 14, 2019 (3) 53 California restaurants had to close indoor dining rooms the week of July 5, 2020



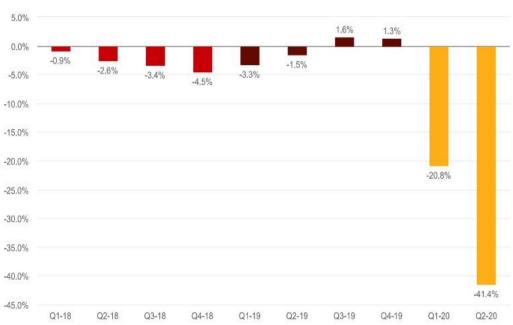
Red Robin is Well-positioned to Emerge Strong Coming Out of the Crisis

Recapture our soul New service Menu rationalization model Deliver the brand promise Investment in Donatos® Guest-facing technology **Tell our story** Significant off-Portfolio premise growth optimization Accelerate profitable growth

Our Guests' trust in our brand and investments made in critical capabilities will serve as a competitive advantage for Red Robin

Comparable Restaurant Revenue Trend(1)



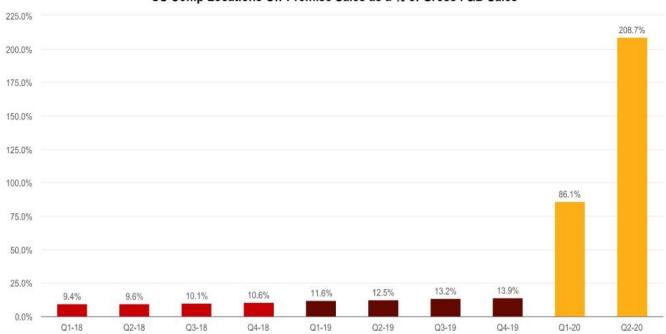


(1) Calculated at constant currency rates for periods with Canadian operations for FY 2018 and 2019

Continued Off-Premise Sales Growth



US Comp Locations Off-Premise Sales as a % of Gross F&B Sales





Appendix

Second Quarter 2020 Sales Highlights



	Q2-20 (12 Weeks)	Q2-19 (12 Weeks)	Change	Q2-20 YTD (28 Weeks)	Q2-19 YTD (28 Weeks)	Change
Restaurant revenue	\$160.1 million	\$302.4 million	(47.0)%	\$461.6 million	\$702.9 million	(34.3)%
Total company revenues	\$161.1 million	\$308.0 million	(47.7)%	\$467.2 million	\$717.8 million	(34.9)%
Company-owned comp revenue ⁽¹⁾	(41.4)%	(1.5)%		(29.7)%	(2.4)%	
Price/Mix	(2.9)%	4.9%		(1.2)%	3.5%	
Guest counts	(38.5)%	(6.4)%		(28.5)%	(5.9)%	
Franchised comp revenue ⁽²⁾	(41.0)%	(2.8)%		(31.3)%	(2.2)%	
Company avg. weekly revenue/unit ⁽¹⁾ – total	\$32,287	\$52,907	(39.0)%	\$37,915	\$52,272	(27.5)%
Company avg. weekly revenue/unit(1)(2) - comp	\$32,277	\$54,932	(41.2)%	\$38,357	\$54,464	(29.6)%
Avg. weekly restaurant level operating profit/unit ⁽¹⁾ – comp	\$559	\$11,185	(95.0)%	\$2,824	\$11,149	(74.7)%
Operating weeks	4,960	5,716	(13.2)%	12,174	13,447	(9.5)%
Net Sales/sq. ft (TTM)	\$377	\$445	(15.5)%			

⁽¹⁾ Comparable revenue growth is calculated by comparing the same calendar weeks. Comparable restaurants are those Company-owned restaurants that have operated five full quarters during the period presented, and such restaurants are only included in the comparable metrics if they are comparable for the entirety of both periods presented.



Second Quarter 2020 Restaurant Results

	% of Restaurant Revenue	% of Restaurant Revenue	Favorable (Unfavorable)
	Q2-20	Q2-19	(bps)
Cost of sales	24.2%	23.9%	(30)
Labor	39.2%	35.2%	(400)
Other operating	21.6%	14.3%	(730)
Occupancy	13.0%	8.4%	(460)
Restaurant Level Operating Profit ⁽¹⁾	2.0%	18.2%	(1,620)

⁽¹⁾ See Appendix for reconciliation of non-GAAP restaurant-level operating profit to net income (loss)



Second Quarter 2020 Commodity Update

	% of Total COGS in Q2-20	Variable vs. Fixed Pricing
Ground beef	20.0%	Variable (market driven)
Steak fries	13.2%	100% fixed through 10/21
Poultry	10.9%	100% fixed through 1/21
Produce	7.4%	70% fixed through 10/21
Bread	5.8%	85% fixed through 12/20, 15% fixed through 8/20
Cheese	5.2%	90% fixed through 1/23
Meat	3.7%	Variable (market driven)
Fry oil	2.0%	100% fixed through 2/21
Seafood	1.4%	Cod fixed through 12/20, Shrimp & Salmon fixed through 12/20

Restaurant Level Operating Profit Reconciliation to Income (Loss) from Operations and Net Income (Loss)



(\$ in thousands)

		20	18			2019				2020	
	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	
Restaurant revenue	\$414,702	\$310,392	\$290,218	\$300,897	\$400,484	\$302,418	\$289,862	\$296,757	\$301,434	\$160,144	
Restaurant operating costs ⁽¹⁾ :											
Cost of sales	98,515	74,874	69,003	71,112	93,715	72,387	69,017	68,285	70,426	38,780	
Labor	143,015	106,476	102,322	104,449	142,894	106,538	104,870	102,476	118,566	62,742	
Other operating ⁽²⁾	55,025	42,668	43,612	40,779	55,565	43,000	44,317	43,594	52,291	34,663	
Occupancy	35,010	26,460	26,629	26,047	35,020	25,458	24,942	26,378	33,657	20,758	
Restaurant-level operating profit	83,137	59,914	48,652	58,510	73,290	55,035	46,716	56,024	26,494	3,201	
Add – Franchise and other revenue ⁽²⁾	6,817	4,996	4,659	5,882	9,382	5,563	4,360	6,188	4,631	978	
Deduct - Other operating:											
Depreciation and amortization	29,193	22,323	21,819	22,036	28,438	21,369	21,280	20,703	28,320	20,560	
General and administrative expenses	28,588	20,408	16,763	18,335	30,090	21,791	19,220	19,345	26,723	14,141	
Selling ⁽²⁾	17,730	15,209	12,017	17,408	18,026	13,443	17,556	16,507	14,779	5,556	
Pre-opening and acquisition costs	1,137	569	387	-	319	-	-	-	153	3	
Other charges (gains) ⁽²⁾	6,287	10,615	520	21,708	2,398	16,847	(1,757)	4,110	119,379	14,501	
Total other operating	82,935	69,124	51,506	79,487	79,271	73,450	56,299	60,665	189,354	54,761	
Income (loss) from operations	7,019	(4,214)	1,805	(15,095)	3,401	(12,852)	(5,223)	1,547	(158,229)	(50,582)	
Interest expense, net and other	3,407	2,385	2,295	2,838	3,238	2,153	1,812	1,907	3,370	1,979	
Income tax (benefit) expense	(768)	(4,725)	(2,199)	(7,299)	(476)	(15,986)	(5,214)	7,342	12,699	3,700	
Net income (loss)	\$4,380	\$(1,874)	\$1,709	\$(10,634)	\$639	\$981	\$(1,821)	\$(7,702)	\$(174,298)	\$(56,261)	

⁽¹⁾ Excluding depreciation and amortization, which is shown separately
(2) Certain amounts presented in prior periods have been reclassified to conform with the current period presentation

EBITDA and Adjusted EBITDA Reconciliation to Net Income (Loss)



(\$ in thousands)

		2018				2019			2020	
	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2
Net income (loss) as reported	\$4,380	\$(1,874)	\$1,709	\$(10,634)	\$639	\$981	\$(1,821)	\$(7,702)	\$(174,298)	\$(56,261)
Adjustments to net income (loss):										
Depreciation and amortization	29,193	22,323	21,819	22,036	28,438	21,369	21,280	20,703	28,320	20,560
Income tax (benefit) expense	(768)	(4,725)	(2,199)	(7,299)	(476)	(15,986)	(5,214)	7,342	12,699	3,700
Interest expense, net	3,277	2,458	2,390	2,550	3,345	2,322	2,229	2,245	3,234	2,194
EBITDA	36,082	18,182	23,719	6,653	31,946	8,686	16,474	22,588	(130,045)	(29,807)
Goodwill impairment	-	-	-	-	-	-	-	-	95,414	1 - 1
Restaurant asset impairment	-	9,643	2	18,483	-	14,064	-	1,030	15,498	5,281
Litigation contingencies	4,000	-	-	795	-	_	-	-	4,500	s s
Board and stockholder matter costs	_	2	20	2	200	1,152	1,311	798	1,482	967
Restaurant closure and refranchising costs (gains)	-	-	-	-	304	1,001	(3,922)	1,430	1,406	7,602
Severance and executive transition		7.	227	<u> </u>	1,994	370	594	492	881	15_11
COVID-19 related costs	-	-	-	-	-	-	-	-	198	651
Spiral menu disposal	_	506	2	2,430		20	-	-	-	
Reorganization costs	2,287	466	521			-	-	-	-	-
Executive retention	_	_	_	_	100	260	260	360		87—8
Adjusted EBITDA	\$42,369	\$28,797	\$24,240	\$28,361	\$34,344	\$25,533	\$14,717	\$26,698	\$(10,666)	\$(15,306

Reconciliation of Adjusted Net Income to Net Income (Loss) and Adjusted Earnings (Loss) Per Diluted Share to Earnings (Loss) Per Diluted Share



(\$ in thousands, except per share data)

		20	18			26	119		20	20
	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2
Net income (loss) as reported	\$4,380	\$(1,874)	\$1,709	\$(10,634)	\$639	\$981	\$(1,821)	\$(7,702)	\$(174,298)	\$(56,261)
Adjustments to net income (loss):										
Goodwill impairment	_	_	-	-	-	-	-	-	95,414	
Restaurant asset impairment	_	9,643	-	18,483	10-	14,064	-	1,030	15,498	5,281
Litigation contingencies	4,000	_	_	795	_	_	_	-	4,500	_
Board and stockholder matter costs	_	(i)—(i)	-	_	- E	1,152	1,311	798	1,482	967
Restaurant closure and refranchising costs (gains)				-	304	1,001	(3,922)	1,430	1,406	7,602
Severance and executive transition		-		-	1,994	370	594	492	881	200
COVID-19 related costs	-		-	-	_	_	-	_	198	651
Spiral menu disposal	-	506	177	2,430	p. 	Nave -	-			
Reorganization costs	2,287	466	520		-	_	_	<u> </u>	_	
Executive retention	-		-	-	100	260	260	360	-	-
Income tax (expense) benefit of adj.	(1,617)	(2,777)	(135)	(5,644)	(623)	(4,380)	457	(1,069)	(31,039)	(3,770)
Adjusted net income (loss)	9,050	5,964	2,094	5,430	2,414	13,448	(3,121)	(4,661)	(85,958)	(45,530)
Diluted net income (loss) per share(1).										
Net income (loss) as reported	0.34	(0.14)	0.13	(0.82)	0.05	0.08	(0.14)	(0.60)	(13.51)	(4.09)
Adjustments to net income (loss):										
Goodwill impairment	-	-	_	-	-	_	_	-	7.40	_
Restaurant asset impairment	-	0.74	-	1.43	() <u>—</u>	1.08	-	80.0	1.20	0.38
Litigation contingencies	0.30	_	-	0.06		-	-		0.35	
Board and stockholder matter costs		-	_	_	_	0.09	0.10	0.06	0.11	0.07
Restaurant closure and refranchising costs (gains)	-	-	-	-	0.03	0.07	(0.30)	0.11	0.11	0.55
Severance and executive transition	-	-	-	-	0.15	0.03	0.05	0.04	0.07	-
COVID-19 related costs	_	_	_	_	_	_	_	_	0.02	0.05
Spiral menu disposal	_	0.04	-	0.19		-	-		-	-
Reorganization costs	0.17	0.04	0.04	-	_	_	_	_	_	
Executive retention	_		-	_	0.01	0.02	0.02	0.03	_	_
Income tax (expense) benefit of adj.	(0.12)	(0.22)	(0.01)	(0.43)	(0.05)	(0.34)	0.03	(80.0)	(2.41)	(0.27)
Adjusted EPS - diluted	0.69	0.46	0.16	0.43	0.19	1.03	(0.24)	(0.36)	(6.66)	(3.31)

⁽¹⁾ For the second and fourth quarters of 2018, the impact of dilutive shares is included in the calculations as the adjustments for the quarter resulted in adjusted net income