

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * MERULLO ROBERT	2. Issuer Name and Ticker or Trading Symbol RED ROBIN GOURMET BURGERS INC [RRGB]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
(Last) (First) (Middle) 6312 S. FIDDLER'S GREEN CIRCLE, SUITE 200 NORTH	3. Date of Earliest Transaction (Month/Day/Year) 11/10/2004	Senior VP of Restaurant Ops
(Street) GREENWOOD VILLAGE, CO 80111	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/10/2004		S		2,870	D	\$ 47.12	97,505 (1)	D	
Common Stock	11/10/2004		S		1,600	D	\$ 47.09	95,905	D	
Common Stock	11/10/2004		S		1,429	D	\$ 47.17	94,476	D	
Common Stock	11/10/2004		S		1,100	D	\$ 47.1	93,376	D	
Common Stock	11/10/2004		S		1,000	D	\$ 48.01	92,376	D	
Common Stock	11/10/2004		S		701	D	\$ 47.11	91,675	D	
Common Stock	11/10/2004		S		600	D	\$ 47.23	91,075	D	
Common Stock	11/10/2004		S		600	D	\$ 47.98	90,475	D	
Common Stock	11/10/2004		S		500	D	\$ 47.06	89,975	D	
Common Stock	11/10/2004		S		400	D	\$ 47.14	89,575	D	
Common Stock	11/10/2004		S		400	D	\$ 48.03	89,175	D	
Common Stock	11/10/2004		S		208	D	\$ 47.04	88,967	D	
Common Stock	11/10/2004		S		200	D	\$ 47.03	88,767	D	
Common Stock	11/10/2004		S		588	D	\$ 47.01	88,179	D	
Common Stock	11/10/2004		S		100	D	\$ 47.07	88,079	D	
Common Stock	11/10/2004		S		192	D	\$ 47.02	87,887	D	
Common Stock	11/10/2004		S		100	D	\$ 47.22	87,787	D	
Common Stock	11/10/2004		S		100	D	\$ 47.21	87,687	D	
Common Stock	11/10/2004		S		100	D	\$ 47.15	87,587	D	
Common Stock	11/10/2004		S		1,212	D	\$ 47	86,375	D	

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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MERULLO ROBERT 6312 S. FIDDLER'S GREEN CIRCLE SUITE 200 NORTH GREENWOOD VILLAGE, CO 80111			Senior VP of Restaurant Ops	

Signatures

/s/ Robert J. Merullo		11/12/2004
<small>Signature of Reporting Person</small>		<small>Date</small>

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).

(1) This amount takes into account the Variable Prepaid Forward Sale transaction entered into by the reporting owner on 08/27/2004, which effectively reduces the number of shares beneficially owned by the reporting owner by 50,000 shares.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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