

Texas Roadhouse, Inc.  
Form 4  
June 02, 2006

**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, 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 \*  
Brown Sheila Carol

(Last) (First) (Middle)

C/O TEXAS ROADHOUSE,  
INC., 6040 DUTCHMANS LANE,  
SUITE 400

(Street)

LOUISVILLE, KY 40205

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
06/01/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)  
General Counsel, Corporate Sec

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_ Form filed by More than One Reporting Person

**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D) Code V Amount (D) Price                                |   |  |                                   |
| Class A Common Stock            |                                      |  |                                |   | 42,250  | D  |                                   |
| Class A Common Stock            | 06/01/2006                           |  | M                              | 3,618 A \$ 4.04   | 45,868  | D  |                                   |
| Class A Common Stock            | 06/01/2006                           |  | S <sup>(1)</sup>               | 1,810 D \$ 13.44  | 44,058  | D  |                                   |
| Class A Common Stock            | 06/01/2006                           |  | M                              | 3,618 A \$ 4.44   | 47,676  | D  |                                   |

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|                      |            |  |                  |       |   |          |        |   |
|----------------------|------------|--|------------------|-------|---|----------|--------|---|
| Common Stock         |            |  |                  |       |   |          |        |   |
| Class A Common Stock | 06/01/2006 |  | S <sup>(1)</sup> | 1,810 | D | \$ 13.44 | 45,866 | D |
| Class A Common Stock | 06/01/2006 |  | M                | 3,524 | A | \$ 4.53  | 49,390 | D |
| Class A Common Stock | 06/01/2006 |  | S <sup>(1)</sup> | 1,762 | D | \$ 13.44 | 47,628 | D |
| Class A Common Stock | 06/01/2006 |  | M                | 3,340 | A | \$ 4.59  | 50,968 | D |
| Class A Common Stock | 06/01/2006 |  | S <sup>(1)</sup> | 1,670 | D | \$ 13.44 | 49,298 | D |

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

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(9-02)

**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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Option to Purchase                         | \$ 4.04  | 06/01/2006                           |  | M                              | 3,618   | 04/02/2004 04/02/2013                                    | Class A Common Stock  | 3,618                         |
| Option to Purchase                         | \$ 4.44  | 06/01/2006                           |  | M                              | 3,618   | 07/02/2004 07/02/2013                                    | Class A Common Stock  | 3,618                         |
| Option to Purchase                         | \$ 4.53  | 06/01/2006                           |  | M                              | 3,524   | 10/01/2004 10/01/2013                                    | Class A Common  | 3,524                         |

|                    |          |            |   |       |            |            |  | Stock                |        |
|--------------------|----------|------------|---|-------|------------|------------|--|----------------------|--------|
| Option to Purchase | \$ 4.59  | 06/01/2006 | M | 3,340 | 12/31/2004 | 12/31/2013 |  | Class A Common Stock | 3,340  |
| Option to Purchase | \$ 8.75  |            |   |       | 10/04/2005 | 10/04/2014 |  | Class A Common Stock | 11,138 |
| Option to Purchase | \$ 14.25 |            |   |       | 03/04/2006 | 03/04/2015 |  | Class A Common Stock | 20,626 |
| Option to Purchase | \$ 14.25 |            |   |       | 03/04/2007 | 03/04/2015 |  | Class A Common Stock | 20,626 |
| Option to Purchase | \$ 14.25 |            |   |       | 03/04/2008 | 03/04/2015 |  | Class A Common Stock | 61,874 |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                                   |       |
|---|---------------|-----------|-----------------------------------|-------|
|   | Director      | 10% Owner | Officer                           | Other |
| Brown Sheila Carol<br>C/O TEXAS ROADHOUSE, INC.<br>6040 DUTCHMANS LANE, SUITE 400<br>LOUISVILLE, KY 40205 |               |           | General Counsel,<br>Corporate Sec |       |

## Signatures

Sheila C. Brown                      06/02/2006

\*\*Signature of                      Date  
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).
- (1) These shares were sold pursuant to a written non-discretionary Rule 10b5-1 sales plan dated May 23, 2005.
- (2) Granted pursuant to compensatory benefit plan.

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