



DIVISION OF
CORPORATION FINANCE

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

January 30, 2013

Via E-mail

Stuart B. Brown
Chief Financial Officer
Red Robin Gourmet Burgers, Inc.
6312 S Fiddler's Green Circle Suite 200N
Greenwood Village, CO 80111

Re: Red Robin Gourmet Burgers, Inc.
Form 10-K for Fiscal Year Ended December 25, 2011
Filed February 23, 2012
File No. 001-34851
Form 10-Q for Quarterly Period Ended September 30, 2012
Filed November 2, 2012
File No. 001-34851
Definitive Proxy Statement on Schedule 14A
Filed April 13, 2012
File No. 001-34851

Dear Mr. Brown:

We have completed our review of your filings. We remind you that our comments or changes to disclosure in response to our comments do not foreclose the Commission from taking any action with respect to the company or the filings and the company may not assert staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States. We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filings to be certain that the filings include the information the Securities Exchange Act of 1934 and all applicable rules require.

Sincerely,

/s/ Lyn Shenk

Lyn Shenk
Branch Chief