

Use of Non-U.S. GAAP Financial Information and Reconciliation to Comparable GAAP Number

The Company uses certain financial information, such as Adjusted Debt and EBITDAR, which are not derived in accordance with generally accepted accounting principles ("GAAP"). The Company manages its debt levels to a ratio of Adjusted Debt to EBITDAR, as shown on the attached tables. The Company believes that the ratio of Adjusted Debt to EBITDAR is a useful supplemental measure as it provides an indication of the results generated by the Company and its level of indebtedness in relation to its capital structure. The Company's debt covenants are measured against this non-GAAP financial measure.

The Company has also provided non-GAAP measurements which present operating results on a basis before the impact of a settlement of a legal matter. The Company used earnings before the impact of the legal settlement as a key performance measure of results of operations for purposes of evaluating performance internally. This non-GAAP measurement is not intended to replace the presentation of our financial results in accordance with GAAP. Rather, the Company believes that the presentation of results before the legal settlement provides additional information to facilitate the comparison of past and present operations, excluding items that the Company does not believe are indicative of our ongoing operations in the 39 weeks ended September 25, 2012.

Non-GAAP financial measures should be considered in addition to, not as a substitute for, total debt, net income, earnings per share or other measures of financial performance prepared in accordance with GAAP. The Company's method of determining the foregoing non-GAAP financial measure may differ from other companies and accordingly such non-GAAP financial measure may not be comparable to measures used by other companies.

Reconciliation of Adjusted Debt to EBITDAR

Adjusted Debt to EBITDAR as of September 25, 2012

| | | |
|--|----|----------------|
| Current and long-term debt and capital leases | \$ | 51,681 |
| Lease-Debt equivalent * | | 210,120 |
| Letters of credit | | 4,219 |
| Adjusted debt | \$ | <u>266,020</u> |
| | | |
| Net income attributable to Texas Roadhouse, Inc. and subsidiaries – GAAP basis | \$ | 69,543 |
| Impairment and closing costs | | 1,127 |
| Interest expense | | 2,413 |
| Income taxes | | 32,646 |
| Depreciation and amortization | | 45,707 |
| Rent expense | | 26,265 |
| Share-based compensation expense | | 12,128 |
| Loss on disposition of assets | | 3,485 |
| Pre-opening expense | | <u>12,944</u> |
| | | |
| EBITDAR | \$ | 206,258 |
| | | |
| Adjusted Debt to EBITDAR | | 1.29x |

* Amount equals 8 times the total annual rent and has been adjusted to reflect a full year impact from any restaurants acquired from franchisees during the trailing four quarters.

** In accordance with the Company's bank covenants, the Company is to provide proforma adjustments to EBITDAR to reflect a full year's worth of EBITDAR for restaurants acquired from franchisees during the prior four quarters.

Reconciliation of Non-GAAP measurements related to legal settlement to reported Net income and Earnings per share

| | 39 weeks ended | |
|--|--------------------|--------------------|
| | September 25, 2012 | September 27, 2011 |
| | \$ | \$ |
| Net income attributable to Texas Roadhouse, Inc. and subsidiaries, excluding settlement charge | 60,308 | 51,667 |
| Amount reserve for settlement of a legal matter, net of tax (1) | (3,062) | — |
| Net income attributable to Texas Roadhouse, Inc. and subsidiaries | <u>57,246</u> | <u>51,667</u> |
| Weighted average diluted shares outstanding | 71,480 | 72,903 |
| Diluted earnings per share, excluding settlement charge | 0.84 | 0.71 |
| Impact of settlement charge on diluted earnings per share | (0.04) | — |
| | <u>0.80</u> | <u>0.71</u> |

(1) Amount reserved in the first quarter of 2012 for the settlement of a legal matter was \$5.0 million before the statutory income tax rate. The settlement is included in general administrative costs in our condensed consolidated statements of income and comprehensive income.