

Ruths Chris Steak House, Inc.
Form DEFR14A
April 13, 2006

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

(Amendment No. 1)

Filed by the registrant ☒ x

Filed by a party other than the registrant ☐ "

Check the appropriate box:

- | | | | |
|---------------------------------------|---------------------------------------|----------------------------|--|
| <input type="checkbox"/> " | Preliminary Proxy Statement | <input type="checkbox"/> " | Confidential, for Use of the Commission Only
(as permitted by Rule 14a-6(e)(2)) |
| <input checked="" type="checkbox"/> x | Definitive Proxy Statement | | |
| <input type="checkbox"/> " | Definitive Additional Materials | | |
| <input type="checkbox"/> " | Soliciting Material under Rule 14a-12 | | |

RUTH S CHRIS STEAK HOUSE, INC.

(Name of Registrant as Specified in its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of filing fee (Check the appropriate box.):

☒ x No fee required

☐ " Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated, and state how it was determined.):

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Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2), and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration number or the form or schedule and the date of its filing.

(1) Amount previously paid:

(2) Form, schedule, or registration statement no.:

(3) Filing party:

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The Registrant's definitive proxy statement filed with the Securities and Exchange Commission on April 10, 2006 is hereby amended to restate the proxy card (which was filed together with the definitive proxy statement) to reflect that the Registrant's annual meeting will be held on May 10, 2006 at the Orlando Marriott Lake Mary, 1501 International Parkway, Lake Mary, Florida 32746 (which date and location are otherwise correctly reflected in the definitive proxy statement filed on April 10, 2006).

