

Ruths Chris Steak House, Inc.  
Form DEFA14A  
April 10, 2008

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

**SCHEDULE 14A**

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

Filed by the Registrant       Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under Rule 240.14a-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)

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Payment of Filing Fee (Check the appropriate box):

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:

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

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(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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(4) Proposed maximum aggregate value of transaction:

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(5) Total fee paid:

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Fee paid previously with preliminary materials.

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 statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

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(2) Form, Schedule or Registration Statement No.:

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(3) Filing Party:

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(4) Date Filed:

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*RUTH S CHRIS STEAK HOUSE, INC.*

**\*\* IMPORTANT NOTICE \*\***

**Regarding the Availability of Proxy Material**

You are receiving this communication because you hold shares in the above company, and the material you should review before you cast your vote is now available.

**This communication presents only an overview of the more complete proxy material that is available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy material before voting.**

*RUTH S CHRIS STEAK HOUSE, INC.*

*500 INTERNATIONAL PKWY.*

*SUITE 100*

*HEATHROW, FL 32746*

**Stockholder Meeting to be held on 05/22/08**

**Proxy Material Available**

Notice and Proxy Statement

Annual Report

**PROXY MATERIAL - VIEW OR RECEIVE**

You can choose to view the material Online or receive a paper or e-mail copy.

There is NO charge for requesting a copy. Requests, instructions and other inquiries will NOT be forwarded to your investment advisor.

To facilitate timely delivery please make the request as instructed below on or before **May 8, 2008**. Your request will apply to the documents listed above and to materials relating to all future meetings of our stockholders until you revoke your request.

**HOW TO VIEW MATERIAL VIA THE INTERNET**

Have the 12 Digit Control Number(s) available and visit:

[www.proxyvote.com](http://www.proxyvote.com)

**HOW TO REQUEST A COPY OF MATERIAL**

- |                 |                              |
|-----------------|------------------------------|
| 1) BY INTERNET  | - www.proxyvote.com          |
| 2) BY TELEPHONE | - 1-800-579-1639             |
| 3) BY E-MAIL*   | - sendmaterial@proxyvote.com |

\* If requesting material by e-mail, please send a blank e-mail with the 12 Digit Control Number (located on the following page) in the subject line.

*See the Reverse Side for Meeting Information and Instructions on How to Vote*

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**Meeting Information**

Meeting Type: Annual  
Meeting Date: 05/22/08  
Meeting Time: 1:00 P.M. EDT  
For holders as of: 04/01/08

**Meeting Location:**

Ruth's Chris Steak House (Lake Mary)  
80 Colonial Center Parkway  
Sanford, FL 32746

**Meeting Directions:**

For Meeting Directions Please Contact Zulma  
Gonzalez at:  
(407)829-3467

**How To Vote**

**Vote In Person**

Many stockholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting material for any special requirements for meeting attendance. At the Meeting you will need to request a ballot to vote these shares.

**Vote By Internet**

To vote *now* by Internet, go to  
[WWW.PROXYVOTE.COM](http://WWW.PROXYVOTE.COM).

Use the Internet to transmit your voting instructions and for electronic delivery of information up until 11:59 P.M. Eastern Time the day before the cut-off date or meeting date. Have your notice in hand when you access the web site and follow the instructions.

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**Voting items**

1. Election of directors nominated by the board of directors to serve until the 2009 annual meeting of stockholders and/or until their successors have been elected and qualified:

**Nominees:**

- |                     |                      |
|---------------------|----------------------|
| 01) Craig S. Miller | 04) Bannus B. Hudson |
| 02) Robin P. Selati | 05) Alan Vituli      |
| 03) Carla R. Cooper |                      |

2. Amendment to the Company's 2005 Long-Term Equity Incentive Plan to increase the number of shares available for award by 1,500,000 shares.
3. Amendment to the Company's amended and restated Certificate of Incorporation in order to change the name of the Company to Ruth's Hospitality Group, Inc.
4. Ratification of the appointment of KPMG LLP as the Company's independent registered public accounting firm for the fiscal year 2008.  
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