

Gibson Krista M.
Form 4
May 13, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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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 *
Gibson Krista M.

2. Issuer Name and Ticker or Trading Symbol
BRINKER INTERNATIONAL INC
[EAT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
6820 LBJ FREEWAY
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/10/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP Brand Strategy

DALLAS, TX 75240

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

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

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/10/2013		M		3,450	A	\$ 21.6667
Common Stock	05/10/2013		M		827	A	\$ 25.78
Common Stock	05/10/2013		M		1,625	A	\$ 25.6467
Common Stock	05/10/2013		M		4,656	A	\$ 28.3
Common Stock	05/10/2013		M		11,000	A	\$ 19.12
							22,111
							22,938
							24,563
							29,219
							40,219

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Common Stock	05/10/2013	M	2,060	A	\$ 14.79	42,279	D
Common Stock	05/10/2013	S	15,476	D	\$ 40.725 <u>(1)</u>	26,803	D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Employee Stock Option Right-to-Buy	\$ 21.6667	05/10/2013		M	3,450	11/13/2005 ⁽²⁾ 11/13/2013	Common Stock
Employee Stock Option Right-to-Buy	\$ 25.78	05/10/2013		M	827	10/20/2006 ⁽²⁾ 10/20/2013	Common Stock
Employee Stock Option Right-to-Buy	\$ 25.6467	05/10/2013		M	1,625	08/31/2007 ⁽²⁾ 08/31/2014	Common Stock
Employee Stock Option Right-to-Buy	\$ 28.3	05/10/2013		M	4,656	08/30/2008 ⁽²⁾ 08/30/2015	Common Stock
Employee Stock Option Right-to-Buy	\$ 19.12	05/10/2013		M	11,000	08/28/2009 ⁽²⁾ 08/28/2016	Common Stock
Employee Stock Option Right-to-Buy	\$ 14.79	05/10/2013		M	2,060	08/27/2010 ⁽²⁾ 08/27/2017	Common Stock

