

THOMSON ROGER F  
Form 4  
December 20, 2005

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
THOMSON ROGER F

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)  
12/16/2005

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
EVP, CAO, General Counsel

DALLAS, TX 75240  
(City) (State) (Zip)

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

**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)	(A) or (D)	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 Ownership (Instr. 4)
			Code	V	Amount	Price		
Common Stock	12/16/2005		M		15,112	\$ 30.68	D	
Common Stock	12/16/2005		S		200	\$ 38.45	D	
Common Stock	12/16/2005		S		200	\$ 38.46	D	
Common Stock	12/16/2005		M		15,110	\$ 32.5	D	
Common Stock	12/16/2005		S		2,200	\$ 38.47	D	

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Common Stock	12/16/2005	S	700	D	\$ 38.48	81,335	D
Common Stock	12/16/2005	S	300	D	\$ 38.49	81,035	D
Common Stock	12/16/2005	S	16,213	D	\$ 38.5	64,822	D
Common Stock	12/16/2005	S	6,100	D	\$ 38.51	58,722	D
Common Stock	12/16/2005	S	5,800	D	\$ 38.52	52,922	D
Common Stock	12/16/2005	S	100	D	\$ 38.53	52,822	D

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

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(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	Amount or Number of Shares
Employee Stock Option Right-to-Buy <u>(1)</u>	\$ 30.68	12/16/2005		M	15,112	11/14/2004	11/14/2012	Common Stock	15,112
Employee Stock Option Right-to-Buy <u>(1)</u>	\$ 32.5	12/16/2005		M	15,110	11/13/2005	11/13/2013	Common Stock	15,110

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

THOMSON ROGER F  
6820 LBJ FREEWAY  
DALLAS, TX 75240

EVP, CAO, General Counsel

## Signatures

Bryan D. McCrory, Attorney-in-fact for Roger F.  
Thomson

12/20/2005

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Options vest in installments on or after the date shown

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.  
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