#### **BRINKER INTERNATIONAL INC**

Form 4

September 01, 2006

### FORM 4

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

OMB Number:

Expires:

3235-0287

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

January 31, 2005

Section 16. Form 4 or Form 5

obligations

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

burden hours per response... 0.5

Estimated average

**OMB APPROVAL** 

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

Common

Stock

08/31/2006

(Print or Type Responses)

1. Name and Address of Reporting Person * BIRCH JEAN M			2. Issuer Name <b>and</b> Ticker or Trading Symbol BRINKER INTERNATIONAL INC [EAT]				5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last) 6820 LBJ FI		(M	3. Date of Earliest Transaction (Month/Day/Year) 08/31/2006				Director 10% Owner _X_ Officer (give title Other (specify below)  SVP & Macaroni Grill President		
(Street)			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check		
DALLAS, T		Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City) (State) (Zip)			Table I - Non-Derivative Securities Ac				quired, Disposed of, or Beneficially Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution D any (Month/Day/	ate, if Tr C /Year) (I	•	4. Securit onAcquired Disposed (Instr. 3,	(A) or of (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 Indirect Beneficial Ownership (Instr. 4)

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

A

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SEC 1474

(9-02)

D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

3,378

A

\$0

32,688

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	2 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of iorDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year			Amo Secu 4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	An or No of
Employee Stock Option Right-to-Buy	\$ 38.47	08/31/2006		A	14,000	08/31/2007 <u>(1)</u>	08/31/2014	Common Stock	1

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BIRCH JEAN M 6820 LBJ FREEWAY DALLAS, TX 75240

SVP & Macaroni Grill President

### **Signatures**

Bryan D. McCrory, Attorney-in-Fact for Jean M. 09/01/2006

\*\*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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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