

BRINKER INTERNATIONAL INC
 Form 4
 February 26, 2007

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 *
 SONSTEBY CHARLES 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)
 02/22/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 EVP & CFO

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)	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	02/22/2007		M		43,168	A	\$ 20.4533
Common Stock	02/22/2007		S		43,168	D	\$ 34.97
Common Stock	02/23/2007		M		16,832	A	\$ 20.4533
Common Stock	02/23/2007		S		16,832	D	\$ 35.18

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)
Employee Stock Option Right-to-Buy	\$ 20.4533 (2)	02/22/2007		M	43,168 (2)	11/14/2004 ⁽³⁾ 11/14/2012	Common Stock 4
Employee Stock Option Right-to-Buy	\$ 20.4533 (2)	02/23/2007		M	16,832 (2)	11/14/2004 ⁽³⁾ 11/14/2012	Common Stock 1

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SONSTEBY CHARLES M 6820 LBJ FREEWAY DALLAS, TX 75240			EVP & CFO	

Signatures

Bryan D. McCrory, Attorney-in-Fact for Charles M. Sonstebly
02/26/2007

__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) On November 30, 2006, the common stock of Brinker International, Inc. split 3-for-2, resulting in this person's acquisition of 48,079 additional shares of common stock.
- (2) This option was previously reported as covering 45,000 shares at an exercise price of \$30.68 per share, but was adjusted to reflect a 3-for-2 stock split on November 30, 2006. All other options owned by this reporting person were similarly adjusted to reflect such stock split.

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(3) 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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