

BRINKER INTERNATIONAL INC

Form 4

September 23, 2008

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
WEBBERMAN MICHAEL B

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)

DALLAS, TX 75240

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
09/19/2008

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

____ Director ____ 10% Owner
X Officer (give title ____ Other (specify
below) below)

EVP - Brand Services

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	09/19/2008		S		100	D	\$ 20.4 48,366
Common Stock	09/19/2008		S		400	D	\$ 20.41 47,966
Common Stock	09/19/2008		S		700	D	\$ 20.42 47,266
Common Stock	09/19/2008		S		1,700	D	\$ 20.43 45,566
Common Stock	09/19/2008		S		1,900	D	\$ 20.44 43,666

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Common Stock	09/19/2008	S	3,100	D	\$ 20.45	40,566	D
Common Stock	09/19/2008	S	700	D	\$ 20.46	39,866	D
Common Stock	09/19/2008	S	500	D	\$ 20.47	39,366	D
Common Stock	09/19/2008	S	1,600	D	\$ 20.48	37,766	D
Common Stock	09/19/2008	S	600	D	\$ 20.49	37,166	D
Common Stock	09/19/2008	S	400	D	\$ 20.5	36,766	D
Common Stock	09/19/2008	S	300	D	\$ 20.51	36,466	D
Common Stock	09/19/2008	S	600	D	\$ 20.52	35,866	D
Common Stock	09/19/2008	S	500	D	\$ 20.53	35,366	D
Common Stock	09/19/2008	S	1,400	D	\$ 20.54	33,966	D
Common Stock	09/19/2008	S	2,200	D	\$ 20.55	31,766	D
Common Stock	09/19/2008	S	1,000	D	\$ 20.56	30,766	D
Common Stock	09/19/2008	S	900	D	\$ 20.57	29,866	D
Common Stock	09/19/2008	S	1,000	D	\$ 20.58	28,866	D
Common Stock	09/19/2008	S	900	D	\$ 20.59	27,966	D
Common Stock	09/19/2008	S	100	D	\$ 20.6	27,866	D

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

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SEC 1474
(9-02)

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

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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)	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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WEBBERMAN MICHAEL B 6820 LBJ FREEWAY DALLAS, TX 75240			EVP - Brand Services	

Signatures

Bryan D. McCrory, Attorney-in-Fact for Michael B. Webberman 09/23/2008

__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).

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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