| SEC Form 4 | |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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| (City) (S | | 97201 (Zip) | | X | Form filed by One Repo Form filed by More than Person | 0 | | |
|--|------------------|----------------|--|--|---|-----------------------|--|--|
| , | OR | 97201 | | X | Form filed by More than | 0 | | |
| |)R | 97201 | | X | Form filed by One Repo | ting Person | | |
| 1`´´ | | | | | | | | |
| 2635 SW GRENWOLDE PLACE | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) | vidual or Joint/Group Filing (Check Applicable | | | |
| | | | | | | | | |
| (Last) (I | (First) (Middle) | | 3. Date of Earliest Transaction (Month/Day/Year) 02/06/2020 | | Officer (give title below) | Other (specify below) | | |
| 1. Name and Address of Reporting Person [*] <u>Davis Cindy L</u> | | | BRINKER INTERNATIONAL, INC [EAT] | | all applicable) Director | 10% Owner | | |
| | (D // D * | | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer | | | | |

| 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 Disposed Of 5) | | | Securities | 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 | Transaction(s) (Instr. 3 and 4) | | (1130.4) |
| Common Stock | 02/06/2020 | | Α | | 644 | Α | \$0.00 | 3,164 | D | |

 2. Conversion or Exercise
 3. Transaction Date (Month/Day/Year)
 3. A. Zenus if any scuttor
 3. A. Zenus area
 4. Transaction Date (Month/Day/Year)
 5. Number of Date (Month/Day/Year)
 6. Date Exercisable and Expiration Date (Month/Day/Year)
 7. Title and Amount of Securities
 8. Price of Derivative Securities
 9. Number of derivative Securities
 10. Ownership Form:
 11. Nuture of Indirect Beneficial

| Derivative Security (Instr. 3) | Conversion or Exercise Price of Derivative Security | (Month/Day/Year) | Execution Date, if any (Month/Day/Year) | Transa Code (8) | | | | (Month/Day/Y | Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | Derivative Security (Instr. 5) | derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) | | |
|--------------------------------------|---|------------------|---|------------------------|---|-----|-----|---------------------|---|-------|--|--|---|---------------------------------------|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | | |

Explanation of Responses:

Remarks:

1. Title of

<u>Christopher L. Green,</u> <u>Attorney-in-Fact for Cindy L.</u>

02/07/2020

<u>Davis</u>

** Signature of Reporting Person Date

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

* 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.

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 Number.