SEC Form 4

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

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

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden hours per response: 0.5

	ss of Reporting Perso	n*	2. Issuer Name and Ticker or Trading Symbol BRINKER INTERNATIONAL, INC [EAT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
PROVOST S	<u>TEVE</u>				Director	10% Owner		
(Lopt) (First) (Middle)		(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X	Officer (give title below)	Other (specify below)		
(Last) (First) (Middle)			08/22/2019		EVP, Chief Concept	Officer		
3000 OLYMPUS BLVD.								
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable				
(Street)				Line)				
DALLAS	TX	75019		X	Form filed by One Report	ing Person		
					Form filed by More than C	One Reporting		
(City)	(State)	(Zip)			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)	n Date, Transaction Code (Instr.					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	08/22/2019		М		11,419	A	\$21.79	42,321	D	
Common Stock	08/22/2019		S		11,419	D	\$40	30,902	D	
Common Stock	08/23/2019		М		5,081	A	\$21.79	35,983	D	

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)	Execution Date, Transact					6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option Right-to- Buy	\$21.79	08/22/2019		М			11,419	08/25/2012 ⁽¹⁾	08/25/2019	Common Stock	11,419	\$21.79	5,081	D	
Employee Stock Option Right-to- Buy	\$21.79	08/23/2019		М			5,081	08/25/2012 ⁽¹⁾	08/25/2019	Common Stock	5,081	\$21.79	0	D	

Explanation of Responses:

1. Options vest in installments on or after the date shown.

Remarks:

Christopher L. Green, Attorney-08/25/2019

in-Fact for Steve Provost

** 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.