

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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

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

1. Name and Address of Reporting Person* <u>DIENER TODD E</u>			2. Issuer Name and Ticker or Trading Symbol <u>BRINKER INTERNATIONAL INC [ EAT ]</u>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP &amp; Chili's President</u>	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>08/21/2008</u>		6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person  Form filed by More than One Reporting Person	
6820 LBJ FREEWAY			4. If Amendment, Date of Original Filed (Month/Day/Year)			
(Street)	(City)	(State)				
DALLAS TX 75240						

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	08/21/2008		S		500	D	\$18.47	132,009	D	
Common Stock	08/21/2008		S		2,200	D	\$18.48	129,809	D	
Common Stock	08/21/2008		S		1,700	D	\$18.49	128,109	D	
Common Stock	08/21/2008		S		2,100	D	\$18.5	126,009	D	
Common Stock	08/21/2008		S		5,500	D	\$18.51	120,509	D	
Common Stock	08/21/2008		S		4,000	D	\$18.52	116,509	D	
Common Stock	08/21/2008		S		3,900	D	\$18.53	112,609	D	
Common Stock	08/21/2008		S		6,700	D	\$18.54	105,909	D	
Common Stock	08/21/2008		S		5,100	D	\$18.55	100,809	D	
Common Stock	08/21/2008		S		500	D	\$18.56	100,309	D	
Common Stock	08/21/2008		S		800	D	\$18.57	99,509	D	
Common Stock	08/21/2008		S		2,000	D	\$18.58	97,509	D	
Common Stock	08/21/2008		S		1,482	D	\$18.7	96,027	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)	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 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)
					(A)	(D)	Date Exercisable	Expiration Date					
				Code	V				Title	Amount or Number of Shares			

Explanation of Responses:

Remarks:

Bryan D. McCrory, Attorney-in-Fact for Todd E. Diener 08/22/2008

\*\* 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.