

BRINKER'S REPORTING AND WHISTLEBLOWER POLICY

Brinker is committed to providing the best possible working conditions for its Team Members, and as part of this commitment encourages an open and frank atmosphere in which any, concern, complaint, suggestion, or question receives a timely response. Brinker has adopted the following internal procedures to achieve timely and effective resolution of issues as they occur.

I. Purpose

The Audit Committee of Brinker's Board of Directors has ultimate oversight of the Company's compliance program and the process by which Team Members and other stakeholders may report any concerns about the Company's accounting, internal accounting controls or auditing practice. This process includes confidential and anonymous submission of reports about such concerns.

The Company's management is accountable to Brinker's Audit Committee and also serves as an integral part of the Company's compliance program.

This policy sets forth the procedures for Brinker International Team Members to make good faith reports about accounting, internal accounting controls or auditing practices, as well as reports about possible or suspected violations of law, or the Brinker International Code of Conduct.

The enforcement of the Company's compliance program depends in large part on Team Members coming forward and reporting any wrongdoing. Accordingly, Brinker Team Members are highly encouraged to report any violations or concerns to the Company by way of a variety resources that are available and further discussed below. Brinker prohibits retaliation against Team Members who make such reports, in good faith, or who participate in the investigation of any such reports.

II. Reporting Procedures

Brinker has a variety of resources available to Team Members who wish to make reports about any of the following:

- Unethical business conduct or a violation or suspected violation of any Company policy, including the Brinker Code of Conduct;
- A violation or suspected violation of state or federal law;
- A violation or suspected violation of accounting standards, internal accounting controls or audit matters; or
- Substantial and specific risk to the Team Member's or public's health and safety.

In relation to such concerns, Team Members are encouraged to provide as much specific information as possible including names, dates, places, and events that took place, and the Team Member's perception of why the incident(s) may be a violation.

Anonymous and/or confidential written or telephonic communications will be accepted. Team Members who choose to identify themselves will receive a reply to their report as soon as practicable thereafter.

Brinker has a [Whistleblower Communication website](http://whistleblower.brinker.com) where Team Members can anonymously submit and receive written communication. The address of the Whistleblower communication website is: <http://whistleblower.brinker.com>. Team Members may also report concerns to the hotline at (972) 770-9544.

III. Reporting Procedures – Additional Resources Available

In addition to the hotline and website referenced above, Team Members may also elect to make such reports to the following Company contacts:

- **The Audit Committee of the Brinker Board of Directors**

Team Members may report concerns pertaining to the Company's accounting standards, internal accounting controls or audit matters to the Audit Committee of the Brinker Board of Directors. Please direct such concerns to:

Chairman of the Audit Committee
3000 Olympus Boulevard
Dallas, TX 75019

- **Brinker Management**

Team Members may report concerns of any kind to the Company's General Counsel. Please direct such concerns to:

General Counsel
Brinker International, Inc.
3000 Olympus Boulevard
Dallas, Texas 75019
972-980-9917

IV. Protection from Retaliation

Brinker prohibits retaliation against any Team Member who in good faith reports any of the matters described above. Brinker will endeavor to protect such Team Members from threats of retaliation, discharge, or other types of discrimination or adverse employment action that is directly related to the reporting of such matters. A Team Member who retaliates against someone who has reported a violation in good faith is himself/herself subject to disciplinary action, including termination. Reports made in bad faith or for malicious or misleading purposes,

however, may lead to discipline of the reporting Team Member, as warranted, including termination of employment.

V. Confidentiality

Reports made to the Company will be treated as confidential to the fullest extent possible consistent with the Company's need to investigate the report, and in accordance with applicable laws.

VI. Questions

Team Members may direct any questions about this policy, including the reporting procedures described above, to:

General Counsel
Brinker International, Inc.
3000 Olympus Boulevard
Dallas, Texas 75019
(972) 980-9917