# UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON D.C. 20549

## FORM 8-K/A

(Amendment No. 1)

### **Current Report**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 Date of Report (Date of earliest event reported): February 22, 2024



		(Exact name of registrant as specified in its ch	arter)
	DE	1-10275	75-1914582
(	State or Other Jurisdiction of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)
	3000 Olympus Blvd Dallas TX		75019
	(Address of principal executive offices)		(Zip Code)
	_	(972) 980-9917 (Registrant's telephone number, including area cod	o)
		(Registrant's telephone number, including area cou	
		ies registered pursuant to Section 12(b) of	
Check	<u>Title of Each Class</u> Common Stock, \$0.10 par value	Trading Symbol(s)  EAT	Name of exchange on which registered NYSE
ollow	<u>Title of Each Class</u> Common Stock, \$0.10 par value	Trading Symbol(s)  EAT  iling is intended to simultaneously satisfy	NYSE the filing obligation of the registrant under any of the
	Title of Each Class  Common Stock, \$0.10 par value  the appropriate box below if the Form 8-K fing provisions:	Trading Symbol(s)  EAT  Sunder the Securities Act (17 CFR 230.425)	NYSE  the filing obligation of the registrant under any of th
iollow	Title of Each Class  Common Stock, \$0.10 par value  the appropriate box below if the Form 8-K f ng provisions:  Written communications pursuant to Rule 425	Trading Symbol(s)  EAT  Sunder the Securities Act (17 CFR 230.425)  Ender the Exchange Act (17 CFR 240.14a-12)	NYSE  the filing obligation of the registrant under any of th
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### **Explanatory Note**

Brinker International, Inc. (the "Company") is filing this Form 8-K/A as an amendment to its Current Report on Form 8-K filed by the Company with the Securities and Exchange Commission (the "SEC") on February 26, 2024 (the "Original Filing") to update the compensation arrangement for Michaela (Mika) M. Ware, who has been appointed as the Company's Chief Financial Officer effective as of June 27, 2024.

#### **SECTION 5 - CORPORATE GOVERNANCE AND MANAGEMENT**

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

As disclosed in the Original Filing, the Company has appointed Mika Ware as the Company's Chief Financial Officer effective as of June 27, 2024. On June 5, 2024, the Board of Directors of the Company determined that Ms. Ware's title on June 27, 2024 will be Executive Vice President and Chief Financial Officer and she will earn an annual base salary of \$520,000 in her new role. Ms. Ware will also be entitled to participate in the Company's annual Bonus Plan with a target bonus of 70% of her base salary. Ms. Ware is expected to receive grants of equity-based awards under the Company's Stock Option and Incentive Plan with annual awards in the amount and types disclosed in the Original Filing.

Pursuant to the requirements of the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

BRINKER INTERNATIONAL, INC., a Delaware corporation

Dated: June 11, 2024

By: /s/ KEVIN D. HOCHMAN

Kevin D. Hochman, Chief Executive Officer and President and President of Chili's Grill & Bar (Principal Executive Officer)