

BRINKER INTERNATIONAL INC
Form 8-K
August 27, 2014

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

Current Report Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): August 21, 2014

BRINKER INTERNATIONAL, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State of Incorporation)

1-10275
(Commission File
Number)

75-1914582
(IRS Employment
Identification No.)

6820 LBJ Freeway
Dallas, Texas 75240

(Address of principal executive offices)

Registrant's telephone number, including area code **972-980-9917**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425).
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12).
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b)).
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c)).

Section 5 - Corporate Governance and Management

Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year

On August 21, 2014, in light of deferred compensation rules promulgated by the Internal Revenue Service, the Board of Directors for the Registrant approved an amendment to the Bylaws of the Registrant, effective August 21, 2014, to shift the timing of the one-year term of service of a director to run concurrent with the calendar year following their election to the Board. Prior to this amendment, a director's one-year term of service ran from the date of the election until the next annual shareholder meeting. A copy of the amended Bylaw sections are attached hereto as Exhibit 3.1 to this Current Report on Form 8-K.

Section 9 - Financial Statements and Exhibits

Item 9.01.

Financial Statements and Exhibits

(d) Exhibits.

3.1 Article III, Sections 2 and 5 of Bylaws, as amended.

SIGNATURE

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

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| | BRINKER INTERNATIONAL, INC. | |
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| Date: August 26, 2014 | By: | /s/ Wyman T. Roberts |
| | | Wyman T. Roberts, Chief Executive Officer and President and President of Chili's Grill & Bar |