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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**SCHEDULE 14A INFORMATION**

**Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934**

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Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under §240.14a-12

**Brinker International, Inc.**

(Name of registrant as specified in its charter)

(Name of person(s) filing proxy statement, if other than the registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11

(1) Title of each class of securities to which the transaction applies:

(2) Aggregate number of securities to which the transaction applies:

(3) Per unit price or other underlying value of the transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of the transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

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(4) Date Filed:

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**SUPPLEMENT TO  
NOTICE OF THE 2019 ANNUAL MEETING OF SHAREHOLDERS  
AND PROXY STATEMENT DATED OCTOBER 4, 2019  
FOR THE ANNUAL MEETING OF STOCKHOLDERS TO BE HELD  
ON NOVEMBER 20, 2019**

This Supplement, dated November 14, 2019, provides updated information with respect to the 2019 Annual Meeting of Shareholders (the “Annual Meeting”) of Brinker International, Inc. (“Brinker”) to be held on Wednesday, November 20, 2019.

On October 4, 2019, Brinker commenced distributing to its shareholders a Notice of Annual Meeting of Shareholders and Proxy Statement (the “Notice and Proxy Statement”) for the Annual Meeting. This Supplement, which describes a recent change in the proposed nominees for election to the Board of Directors of Brinker (the “Board”), should be read in conjunction with the Notice and Proxy Statement.

**Withdrawal of Nominee for Election as Director**

On November 7, 2019, Mr. John W. Chidsey, a member of the Board and a nominee for election as a director at the Annual Meeting, gave notice of his decision to resign from the Board, effective as of November 11, 2019, to pursue other opportunities. Therefore, the nomination of Mr. Chidsey is withdrawn, and no other nominee for election at the Annual Meeting will be named in place of Mr. Chidsey. We expect the Board to reduce the size of the Board from 9 to 8 directors before the Annual Meeting.

**Voting Matters**

*If you have already returned your proxy card or provided voting instructions, you do not need to take any action unless you wish to change your vote.* Proxy cards already returned by shareholders will remain valid and will be voted at the Annual Meeting unless revoked. Shares represented by proxy cards returned before the Annual Meeting will be voted for the directors nominated by the Board as instructed on the form, except that votes will not be cast for Mr. Chidsey because he has resigned from the Board and is no longer standing for election. If you have not yet returned your proxy card or submitted your voting instructions, please complete the form or submit instructions, disregarding Mr. Chidsey’s name as a nominee for election as director.

None of the other agenda items presented in the Notice and Proxy Statement are affected by this Supplement, and shares represented by proxy cards returned before the Annual Meeting will be voted with respect to all other matters properly brought before the Annual Meeting as instructed on the form.

Information regarding how to vote your shares, or revoke your proxy card or voting instructions, is available in the Proxy Statement.