UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON D.C. 20549

FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15 (d) OF THE

SECURITIES EXCHANGE ACT OF 1934

For the Quarterly Period Ended September 25, 2002

Commission File Number 1-10275

BRINKER INTERNATIONAL, INC.

(Exact name of registrant as specified in its charter)

DELAWARE	75-1914582
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

6820 LBJ FREEWAY, DALLAS, TEXAS 75240
(Address of principal executive offices)
(Zip Code)

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

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15 (d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes X No _____
Number of shares of common stock of registrant outstanding at September 25, 2002: 96,865,910

BRINKER INTERNATIONAL, INC.

INDEX

PART I. FINANCIAL INFORMATION
Item 1. FINANCIAL STATEMENTS

BRINKER INTERNATIONAL, INC.
Consolidated Balance Sheets
(In thousands, except per share amounts)

	September 25, 2002 (Unaudited)	June 26, 2002
ASSETS		
Current Assets:		
Cash and cash equivalents	$ 10,992	$ 10,091
Accounts receivable	27,557	22,613
Inventories	24,037	25,190
Prepaid expenses and other	66,960	66,727
Income taxes receivable	-	15,673
Deferred income taxes	749	1,660
Total current assets	130,295	141,954
Property and Equipment, at Cost:		
Land	260,721	254,000
Buildings and leasehold improvements	1,123,954	1,091,434
Furniture and equipment	644,941	635,403
Construction-in-progress	70,025	57,015
	2,099,641	2,037,852
Less accumulated depreciation and amortization	(702,696)	(682,435)
Net property and equipment	1,396,945	1,355,417
Other Assets:		
Goodwill	193,899	193,899
Other	95,682	92,066
Total other assets	289,581	285,965
Total assets	$1,816,821	$1,783,336
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current Liabilities:		
Current installments of long-term debt	$ 17,334	$ 17,292
Accounts payable	104,207	118,418
Accrued liabilities	139,689	166,510
Income taxes payable	25,521	-
Total current liabilities	286,751	302,220
Long-term debt, less current installments	439,246	426,679
Deferred income taxes	19,458	17,295
Other liabilities	68,146	60,046
Shareholders' Equity:		
Common stock - 250,000,000 authorized shares; $0.10 par value; 117,499,541 shares issued and 96,865,910 shares outstanding at September 25, 2002, and 117,500,054 shares issued and 97,440,391 shares outstanding at June 26, 2002	11,750	11,750
Additional paid-in capital	332,111	330,191
Retained earnings	999,705	954,701
	1,343,566	1,296,642
Less:		
Treasury stock, at cost (20,633,631 shares at September 25, 2002 and 20,059,663 shares at June 26, 2002)	(337,107)	(317,674)
Unearned compensation	(3,239)	(1,872)
Total shareholders' equity	1,003,220	977,096
Total liabilities and shareholders' equity	$1,816,821	$1,783,336

See accompanying notes to consolidated financial statements.

BRINKER INTERNATIONAL, INC.
Consolidated Statements of Income
(In thousands, except per share amounts)
(Unaudited)

	Thirteen-Week Periods Ended	
	September 25, 2002	September 26, 2001
Revenues	$ 773,892	$ 672,655
Operating Costs and Expenses:		
Cost of sales	210,426	185,824
Restaurant expenses	423,606	366,820
Depreciation and amortization	37,157	28,186
General and administrative	32,545	27,559
Total operating costs and expenses	703,734	608,389
Operating income	70,158	64,266
Interest expense	3,971	3,784
Other, net	(1,590)	(213)
Income before provision for income taxes	67,777	60,695
Provision for income taxes	22,773	21,061
Net income	$ 45,004	$ 39,634
Basic net income per share	$ 0.46	$ 0.40
Diluted net income per share	$ 0.45	$ 0.39
Basic weighted average shares outstanding	97,177	98,963
Diluted weighted average shares outstanding	99,235	101,572

See accompanying notes to consolidated financial statements.

BRINKER INTERNATIONAL, INC.
Consolidated Statements of Cash Flows
(In thousands)
(Unaudited)

	Thirteen-Week Periods Ended	
	September 25, 2002	September 26, 2001
Cash Flows from Operating Activities:		
Net income	$ 45,004	$ 39,634
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	37,157	28,186
Amortization of deferred costs	3,271	348
Deferred income taxes	3,074	2,844
Changes in assets and liabilities:		
Receivables	(5,066)	4,149
Inventories	1,153	1,263
Prepaid expenses and other	1,139	(519)
Other assets	5,086	5,467
Current income taxes	41,194	16,357
Accounts payable	(14,211)	(9,957)
Accrued liabilities	(24,553)	(8,551)
Other liabilities	(488)	1,157
Net cash provided by operating activities	92,760	80,378
Cash Flows from Investing Activities:		
Payments for property and equipment	(79,989)	(49,162)
Payments for purchases of restaurants	-	(6,580)
Investment in equity method investees	-	(12,250)
Net payments from (advances to) affiliates	122	(675)
Net cash used in investing activities	(79,867)	(68,667)
Cash Flows from Financing Activities:		
Net borrowings on credit facilities	10,045	26,788
Proceeds from issuances of treasury stock	1,511	1,849
Purchases of treasury stock	(23,548)	(39,739)

Net cash used in financing activities	(11,992)	(11,102)
Net change in cash and cash equivalents	901	609
Cash and cash equivalents at beginning of period	10,091	13,312
Cash and cash equivalents at end of period	$ 10,992	$ 13,921

See accompanying notes to consolidated financial statements.

BRINKER INTERNATIONAL, INC.
Notes to Consolidated Financial Statements
(Unaudited)

1. Basis of Presentation

The consolidated financial statements of Brinker International, Inc. and its wholly-owned subsidiaries (collectively, the "Company") as of September 25, 2002 and June 26, 2002 and for the thirteen-week periods ended September 25, 2002 and September 26, 2001, have been prepared by the Company pursuant to the rules and regulations of the Securities and Exchange Commission ("SEC") for interim financial statements. The Company owns, operates, or franchises various restaurant concepts under the names of Chili's Grill & Bar ("Chili's"), Romano's Macaroni Grill ("Macaroni Grill"), On The Border Mexican Grill & Cantina ("On The Border"), Maggiano's Little Italy ("Maggiano's"), Cozymel's Coastal Grill ("Cozymel's"), Corner Bakery Cafe ("Corner Bakery"), and Big Bowl Asian Kitchen ("Big Bowl"). In addition, the Company owns an approximately 40% interest in the legal entities owning and developing Rockfish Seafood Grill ("Rockfish").

The information furnished herein reflects all adjustments (consisting only of normal recurring accruals and adjustments) which are, in the opinion of management, necessary to fairly state the interim operating results for the respective periods. However, these operating results are not necessarily indicative of the results expected for the full fiscal year. Certain information and footnote disclosures normally included in annual financial statements prepared in accordance with generally accepted accounting principles have been omitted pursuant to SEC rules and regulations for interim financial statements. The notes to the consolidated financial statements (unaudited) should be read in conjunction with the notes to the consolidated financial statements contained in the June 26, 2002 Form 10-K. Company management believes that the disclosures are sufficient for interim financial reporting purposes.

Certain prior year amounts in the accompanying consolidated financial statements have been reclassified to conform with fiscal 2003 classifications. These reclassifications have no effect on the Company's net income or financial position as previously reported.

2. Shareholders' Equity

Pursuant to the Company's stock repurchase plan, the Company repurchased approximately 828,000 shares of its common stock for $23.5 million during the first quarter of fiscal 2003, resulting in a cumulative repurchase total under the current plan of approximately 16.9 million shares of its common stock for $351.1 million. The Company's stock repurchase plan is used by the Company to increase shareholder value, offset the dilutive effect of stock option exercises, satisfy obligations under its savings plans, and for other corporate purposes. The repurchased common stock is reflected as a reduction of shareholders' equity.

3. Supplemental Cash Flow Information

Cash paid for interest and income taxes is as follows (in thousands):

	Sept. 25, 2002	Sept. 26, 2001
Interest, net of amounts capitalized	$ 664	$ 2,880
Income tax (refunds) payments, net	(21,495)	1,860

Non-cash financing activities are as follows (in thousands):

	Sept. 25, 2002	Sept. 26, 2001
Restricted common stock issued, net of forfeitures	$ 4,524	$ 2,354
Increase in fair value of interest rate swaps and debt	938	1,958
Decrease in fair value of forward rate agreements included in other comprehensive income	-	344
Increase in fair value of interest rate swaps on real estate leasing facility	8,588	-

Item 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following table sets forth selected operating data as a percentage of total revenues for the periods indicated. All information is derived from the accompanying consolidated statements of income.

	13-Week Periods Ended	
	Sept. 25, 2002	Sept. 26, 2001
Revenues	100.0 %	100.0 %
Operating Costs and Expenses:		
Cost of sales	27.2 %	27.6 %
Restaurant expenses	54.7 %	54.5 %
Depreciation and amortization	4.8 %	4.2 %
General and administrative	4.2 %	4.1 %
Total operating costs and expenses	90.9 %	90.4 %
Operating income	9.1 %	9.6 %
Interest expense	0.5 %	0.6 %
Other, net	(0.2)%	0.0 %
Income before provision for income taxes	8.8 %	9.0 %
Provision for income taxes	2.9 %	3.1 %
Net income	5.9 %	5.9 %

The following table details the number of restaurant openings during the first quarter and total restaurants open at the end of the first quarter.

	First Quarter Openings		Total Open at End of First Quarter	
	Fiscal 2003	Fiscal 2002	Fiscal 2003	Fiscal 2002
Chili's:				
Company-owned	19	9	648	551
Franchised	2	6	193	213
Total	21	15	841	764
Macaroni Grill:				
Company-owned	2	3	179	162
Franchised	-	-	6	6
Total	2	3	185	168
On The Border:				
Company-owned	1	2	112	104
Franchised	1	-	19	20
Total	2	2	131	124
Corner Bakery:				
Company-owned	2	4	76	66
Franchised	-	-	2	2
Total	2	4	78	68
Cozymel's	-	-	16	14

Maggiano's	-	1	20	15
Big Bowl	2	-	14	9
Rockfish Partnership	3	-	15	8
Grand Total	32	25	1,300	1,170

REVENUES

Revenues for the first quarter of fiscal 2003 increased to $773.9 million, 15.0% over the $672.7 million generated for the same quarter of fiscal 2002. The increase was primarily attributable to a net increase of 144 company-owned restaurants since September 27, 2001 and an increase in comparable store sales for the first quarter of fiscal 2003 compared to the same quarter of fiscal 2002. The Company increased its capacity (as measured in sales weeks) for the first quarter of fiscal 2003 by 15.2% compared to the respective prior year quarter. Comparable store sales increased 0.8% for the first quarter of fiscal 2003 as compared to the same period of fiscal 2002. Menu prices in the aggregate increased 1.6% in fiscal 2003 as compared to fiscal 2002.

COSTS AND EXPENSES (as a Percent of Revenues)

Cost of sales decreased for the first quarter of fiscal 2003 as compared to the respective period of fiscal 2002 primarily due to menu price increases and favorable commodity price variances for meat, seafood and dairy, partially offset by unfavorable commodity price variances for poultry and beverages.

Restaurant expenses increased for the first quarter of fiscal 2003 compared to the respective period of fiscal 2002 primarily due to higher labor and health insurance costs. These increases were partially offset by increased sales leverage and decreases in utility costs.

Depreciation and amortization increased for the first quarter of fiscal 2003 as compared to the respective period of fiscal 2002. The increase resulted from new unit construction, ongoing remodel costs, the acquisition of previously leased equipment and real estate assets and restaurants acquired during fiscal 2002. These increases were partially offset by increased sales leverage and a declining depreciable asset base for older units.

General and administrative expenses increased for the first quarter of fiscal 2003 compared to the respective period of fiscal 2002. The increase was primarily due to increased labor and health insurance costs.

Interest expense decreased for the first quarter of fiscal 2003 compared with the respective period of fiscal 2002. The decrease was primarily due to a decrease in interest expense on the revolving lines-of-credit resulting from a lower average outstanding balance, lower interest rates on floating rate debt and an increase in interest capitalization related to new restaurant construction activity. These decreases were partially offset by the amortization of debt issuance costs and debt discounts on the Company's $431.7 million convertible debt.

Other, net decreased for the first quarter of fiscal 2003 as compared to the respective period of fiscal 2002 due to an approximately $2.2 million gain from insurance proceeds, partially offset by increased equity losses related to the Company's share in equity method investees.

INCOME TAXES

The Company's effective income tax rate decreased to 33.6% from 34.7% for the first quarter of fiscal 2003 as compared to the respective period of fiscal 2002. The decrease is primarily due to a decrease in the effective state income tax rate and a non-taxable gain from insurance proceeds.

NET INCOME AND NET INCOME PER SHARE

Net income for the first quarter of fiscal 2003 increased 13.5% compared to the same period of fiscal 2002. Diluted net income per share increased for the first quarter of fiscal 2003 by 15.4%

compared to the same period of fiscal 2002. The increase in both net income and diluted net income per share was primarily due to increasing revenues driven by increases in sales weeks and comparable store sales and decreases in cost of sales, partially offset by increases in restaurant, depreciation and amortization, and general and administrative expenses as a percent of revenues.

LIQUIDITY AND CAPITAL RESOURCES

The working capital deficit decreased from $160.3 million at June 26, 2002 to $156.5 million at September 25, 2002. Net cash provided by operating activities increased to $92.8 million for the first quarter of fiscal 2003 from $80.4 million during the same period in fiscal 2002 due to increased profitability and the timing of operational receipts and payments. The Company believes that its various sources of capital, including availability under existing credit facilities and cash flow from operating activities, are adequate to finance operations as well as the repayment of current debt obligations.

Long-term debt outstanding at September 25, 2002 consisted of the following (in thousands):

Convertible debt	$ 256,710
Senior notes	46,891
Credit facilities	74,200
Capital lease obligations	35,806
Mortgage loan obligations	42,973
	456,580
Less current installments	(17,334)
	$ 439,246

The Company has credit facilities totaling $375.0 million. At September 25, 2002, the Company had $300.8 million in available funds from these facilities.

Capital expenditures consist of purchases of land for future restaurant sites, new restaurants under construction, purchases of new and replacement restaurant furniture and equipment, and ongoing remodeling programs. Capital expenditures, net of amounts funded under the respective equipment and real estate leasing facilities during the first quarter of fiscal 2002, were $80.0 million for the first quarter of fiscal 2003 compared to $49.2 million, for the same period of fiscal 2002. The increase was due to an increase in the number of new store openings and the elimination of the equipment and real estate leasing facilities in the third quarter of fiscal 2002. The Company estimates that its capital expenditures during the second quarter of fiscal 2003 will approximate $88.0 million. These capital expenditures will be funded entirely from operations and existing credit facilities.

Pursuant to the Company's stock repurchase plan, approximately 828,000 shares of its common stock were repurchased for $23.5 million during the first quarter of fiscal 2003. As of September 25, 2002, approximately 16.9 million shares had been repurchased under the current plan for $351.1 million. The Company repurchases common stock to increase shareholder value, offset the dilutive effect of stock option exercises, satisfy obligations under its savings plans, and for other corporate purposes. The repurchased common stock is reflected as a reduction of shareholders' equity. The Company financed the repurchase of its common stock through a combination of cash provided by operations and drawdowns on its available credit facilities.

The Company is not aware of any other event or trend which would potentially affect its liquidity. In the event such a trend develops, the Company believes that there are sufficient funds available under its lines-of-credit and from its strong internal cash generating capabilities to adequately manage the expansion of business.

Item 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

There have been no material changes in the quantitative and qualitative market risks of the Company since the prior reporting period.

Item 4. CONTROLS AND PROCEDURES

Within the 90-day period prior to the filing of this report, an evaluation was carried out under the supervision and with the participation of the Company's management, including its Chief Executive Officer and Chief Financial Officer, of the effectiveness of the design and operation of its disclosure controls and procedures (as defined in Rule 13a-14(c) under the Securities Exchange Act of 1934). Based upon that evaluation, the Chief Executive Officer and Chief Financial Officer concluded that the design and operation of these disclosure controls and procedures were effective.

There were no significant changes in the Company's internal controls or in other factors that could significantly affect these controls subsequent to the date of their evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

FORWARD-LOOKING STATEMENTS

The Company wishes to caution readers that the following important factors, among others, could cause the actual results of the Company to differ materially from those indicated by forward-looking statements made in this report and from time to time in news releases, reports, proxy statements, registration statements and other written communications, as well as oral forward-looking statements made from time to time by representatives of the Company. Such forward-looking statements involve risks and uncertainties that may cause the Company's or the restaurant industry's actual results, level of activity, performance or achievements to be materially different from any future results, levels of activity, performance or achievements expressed or implied by these forward-looking statements. Factors that might cause actual events or results to differ materially from those indicated by these forward-looking statements may include matters such as future economic performance, restaurant openings, operating margins, the availability of acceptable real estate locations for new restaurants, the sufficiency of the Company's cash balances and cash generated from operating and financing activities for the Company's future liquidity and capital resource needs, and other matters, and are generally accompanied by words such as "believes," "anticipates," "estimates," "predicts," "expects" and similar expressions that convey the uncertainty of future events or outcomes. An expanded discussion of some of these risk factors follows.

Competition may adversely affect the Company's operations and financial results.

The restaurant business is highly competitive with respect to price, service, restaurant location and food quality, and is often affected by changes in consumer tastes, economic conditions, population and traffic patterns. The Company competes within each market with locally-owned restaurants as well as national and regional restaurant chains, some of which operate more restaurants and have greater financial resources and longer operating histories than the Company. There is active competition for management personnel and for attractive commercial real estate sites suitable for restaurants. In addition, factors such as inflation, increased food, labor and benefits costs, and difficulty in attracting hourly employees may adversely affect the restaurant industry in general and the Company's restaurants in particular.

The Company's sales volumes generally decrease in winter months.

The Company's sales volumes fluctuate seasonally, and are generally higher in the summer months and lower in the winter months, which may cause seasonal fluctuations in the Company's operating results.

Changes in governmental regulation may adversely affect the Company's ability to open new restaurants and the Company's existing and future operations.

Each of the Company's restaurants is subject to licensing and regulation by alcoholic beverage control, health, sanitation, safety and fire agencies in the state and/or municipality in which the restaurant is located. The Company has not encountered any difficulties or failures in obtaining the required licenses or approvals that could delay or prevent the opening of a new restaurant and although the Company does not, at this time, anticipate any occurring in the future, there can be no assurance that the Company will not experience material difficulties or failures that could delay the opening of restaurants in the future.

The Company is subject to federal and state environmental regulations, and although these have not had a material negative effect on the Company's operations, there can be no assurance that there will not be a material negative effect in the future. More stringent and varied requirements of local and state governmental bodies with respect to zoning, land use and environmental factors could delay or prevent development of new restaurants in particular locations. The Company is subject to the Fair Labor Standards Act, which governs such matters as minimum wages, overtime and other working conditions, along with the Americans With Disabilities Act, family leave mandates and a variety of other laws enacted by the states that govern these and other employment law matters. Although the Company expects increases in payroll expenses as a result of federal and state mandated increases in the minimum wage, and although such increases are not expected to be material, there can be no assurance that there will not be material increases in the future. However, the Company's vendors may be affected by higher minimum wage standards, which may result in increases in the price of goods and services supplied to the Company.

Inflation may increase the Company's operating expenses.

The Company has not experienced a significant overall impact from inflation. As operating expenses increase, the Company, to the extent permitted by competition, recovers increased costs by increasing menu prices, by reviewing, then implementing, alternative products or processes, or by implementing other cost-reduction procedures. There can be no assurance, however, that the Company will be able to continue to recover increases in operating expenses due to inflation in this manner.

Increased energy costs may adversely affect the Company's profitability.

The Company's success depends in part on its ability to absorb increases in utility costs. Various regions of the United States in which the Company operates multiple restaurants, particularly California, experienced significant increases in utility prices during the 2001 fiscal year. If these increases should recur, they will have an adverse effect on the Company's profitability.

If the Company is unable to meet its growth plan, the Company's profitability in the future may be adversely affected.

The Company's ability to meet its growth plan is dependent upon, among other things, its ability to identify available, suitable and economically viable locations for new restaurants, obtain all required governmental permits (including zoning approvals and liquor licenses) on a timely basis, hire all necessary contractors and subcontractors, and meet construction schedules. The costs related to restaurant and concept development include purchases and leases of land, buildings and equipment and facility and equipment maintenance, repair and replacement. The labor and materials costs involved vary geographically and are subject to general price increases. As a result, future capital expenditure costs of restaurant development may increase, reducing profitability. There can be no assurance that the Company will be able to expand its capacity in accordance with its growth objectives or that the new restaurants and concepts opened or acquired will be profitable.

Unfavorable publicity relating to one or more of the Company's restaurants in a particular brand may taint public perception of the brand.

Multi-unit restaurant businesses can be adversely affected by publicity resulting from poor food quality, illness or other health concerns or operating issues stemming from one or a limited number of restaurants. In particular, since the Company depends heavily on the "Chili's" brand for a majority of its revenues, unfavorable publicity relating to one or more Chili's restaurants could have a material adverse effect on the Company's business, results of operations and financial condition.

Other risk factors may adversely affect the Company's financial performance.

Other risk factors that could cause the Company's actual results to differ materially from those indicated in the forward-looking statements include, without limitation, changes in economic conditions, consumer perceptions of food safety, changes in consumer tastes, governmental monetary policies, changes in demographic trends, availability of employees, terrorist acts, and weather and other acts of God.

PART II. OTHER INFORMATION

Item 6. EXHIBITS AND REPORTS ON FORM 8-K

(a) Exhibits

99(1) Certification by Ronald A. McDougall, Chairman of the Board and Chief Executive Officer of the Registrant, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

99(2) Certification by Charles M. Sonsteby, Executive Vice President and Chief Financial Officer of the Registrant, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

(b) Reports on Form 8-K

A current report on Form 8-K, dated September 24, 2002 was filed with the Securities and Exchange Commission on September 24, 2002. This Form 8-K contained the statements under oath of the Principal Executive Officer and Principal Financial Officer issued in accordance with the Securities and Exchange Commission's order issued June 27, 2002 requiring the filing of sworn statements pursuant to Section 21(a)(1) of the Securities Exchange Act of 1934.

SIGNATURES

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 thereunto duly authorized.

BRINKER INTERNATIONAL, INC.

Date: November 8, 2002 By: /s/ Ronald A. McDougall
Ronald A. McDougall,
Chairman of the Board and
Chief Executive Officer
(Principal Executive Officer)

Date: November 8, 2002 By: /s/ Charles M. Sonsteby
Charles M. Sonsteby,
Executive Vice President and
Chief Financial Officer
(Principal Financial Officer)

CERTIFICATIONS

I, Ronald A. McDougall, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Brinker International, Inc.;

2. Based on my knowledge, this quarterly report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;

3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report.

4. The registrant's other certifying officers and I are

responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-14 and 15d-14) for the registrant and we have:

a. designed such disclosure controls and procedures to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this quarterly report is being prepared;

b. evaluated the effectiveness of the registrant's disclosure controls and procedures as of a date within 90 days prior to the filing date of this quarterly report (the "Evaluation Date"); and

c. presented in this quarterly report our conclusions about the effectiveness of the disclosure controls and procedures based on our evaluation as of the Evaluation Date;

5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent function):

a. all significant deficiencies in the design or operation of internal controls which could adversely affect the registrant's ability to record, process, summarize and report financial data and have identified for the registrant's auditors any material weaknesses in internal controls; and

b. any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls; and

6. The registrant's other certifying officers and I have indicated in this quarterly report whether or not there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

Date: November 8, 2002

By: /s/ Ronald A. McDougall
Ronald A. McDougall,
Chairman of the Board and
Chief Executive Officer
(Principal Executive Officer)

I, Charles M. Sonsteby, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Brinker International, Inc.;

2. Based on my knowledge, this quarterly report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;

3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report.

4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-14 and 15d-14) for the registrant and we have:

a. designed such disclosure controls and procedures to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this quarterly report is being prepared;

b. evaluated the effectiveness of the registrant's disclosure controls and procedures as of a date within 90 days prior to the filing date of this quarterly report (the "Evaluation Date"); and

c. presented in this quarterly report our conclusions about the effectiveness of the disclosure controls and procedures based on our evaluation as of the Evaluation Date;

5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent function):

a. all significant deficiencies in the design or operation of internal controls which could adversely affect the registrant's ability to record, process, summarize and report financial data and have identified for the registrant's auditors any material weaknesses in internal controls; and

b. any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls; and

6. The registrant's other certifying officers and I have indicated in this quarterly report whether or not there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

Date: November 8, 2002 By: /s/ Charles M. Sonsteby

Charles M. Sonsteby,
Executive Vice President and
Chief Financial Officer
(Principal Financial Officer)

EXHIBIT 99(1)

CERTIFICATION

Pursuant to 18 U.S.C. Section 1350, the undersigned officer of Brinker International, Inc. (the "Company"), hereby certifies that the Company's Quarterly Report on Form 10-Q for the quarter ended September 25, 2002 (the "Report") fully complies with the requirements of Section 13(a) or 15(d), as applicable, of the Securities Exchange Act of 1934 and that the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: November 8, 2002 By: /s/ Ronald A. McDougall
Ronald A. McDougall,
Chairman of the Board and
Chief Executive Officer
(Principal Executive Officer)

EXHIBIT 99(2)

CERTIFICATION

Pursuant to 18 U.S.C. Section 1350, the undersigned officer of Brinker International, Inc. (the "Company"), hereby certifies that the Company's Quarterly Report on Form 10-Q for the quarter ended September 25, 2002 (the "Report") fully complies with the requirements of Section 13(a) or 15(d), as applicable, of the Securities Exchange Act of 1934 and that the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: November 8, 2002 By: /s/ Charles M. Sonsteby
Charles M. Sonsteby,
Executive Vice President and
Chief Financial Officer
(Principal Financial Officer)