Gibson Krista M. Form 4 May 13, 2013

FORM 4

OMB APPROVAL

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or

Expires: January 31, 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

Gibson Krista M. Symbo		Symbol	mbol RINKER INTERNATIONAL INC				Issuer				
			[EAT]	CER INT	ERNATI	ONA	L INC	(Check	all applicable)	
(Last)	(First)	(Middle)		Date of Earliest Transaction onth/Day/Year)				Director 10% OwnerX_ Officer (give title Other (specify			
		05/10/2	2013			D	below) below) SVP Brand Strategy				
	(Street)			endment, D	_	ıl		. Individual or Joi	nt/Group Filin	g(Check	
			riieu(Mi	onth/Day/Yea	ar)		_	Applicable Line) X_ Form filed by Or			
DALLAS, TX 75240							Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Tal	ole I - Non-	Derivative	Secu	rities Acqui	red, Disposed of,	or Beneficiall	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year		n Date, if	3. Transaction Code (Instr. 8)	4. Securit or Dispos (Instr. 3, 4	ed of		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
C				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	05/10/2013			M	3,450	A	\$ 21.6667	22,111	D		
Common Stock	05/10/2013			M	827	A	\$ 25.78	22,938	D		
Common Stock	05/10/2013			M	1,625	A	\$ 25.6467	24,563	D		
Common Stock	05/10/2013			M	4,656	A	\$ 28.3	29,219	D		
Common Stock	05/10/2013			M	11,000	A	\$ 19.12	40,219	D		

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Common Stock	05/10/2013	M	2,060	A	\$ 14.79	42,279	D
Common Stock	05/10/2013	S	15,476	D	\$ 40.725 (1)	26,803	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Ame Underlying Sect (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	An or No
Employee Stock Option Right-to-Buy	\$ 21.6667	05/10/2013		M		3,450	11/13/2005(2)	11/13/2013	Common Stock	(3)
Employee Stock Option Right-to-Buy	\$ 25.78	05/10/2013		M		827	10/20/2006(2)	10/20/2013	Common Stock	
Employee Stock Option Right-to-Buy	\$ 25.6467	05/10/2013		M		1,625	08/31/2007(2)	08/31/2014	Common Stock]
Employee Stock Option Right-to-Buy	\$ 28.3	05/10/2013		M		4,656	08/30/2008(2)	08/30/2015	Common Stock	4
Employee Stock Option Right-to-Buy	\$ 19.12	05/10/2013		M		11,000	08/28/2009(2)	08/28/2016	Common Stock	1
Employee Stock Option Right-to-Buy	\$ 14.79	05/10/2013		M		2,060	08/27/2010(2)	08/27/2017	Common Stock	2

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Gibson Krista M. 6820 LBJ FREEWAY DALLAS, TX 75240

SVP Brand Strategy

Signatures

Bryan D. McCrory, attorney-in-fact for Krista M. Gibson

05/13/2013

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$40.67 to \$40.78, inclusive. The reporting person undertakes to provide to Brinker International, any security holder of Brinker International or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (1) to this Form 4.
- (2) Options vest in installments on or after the date shown.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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