

Bloomin' Brands, Inc.
 Form 4
 April 05, 2017

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
HERLIHY DONAGH

(Last) (First) (Middle)
 2202 NORTH WEST SHORE
 BLVD., STE. 500
 (Street)

TAMPA, FL 33607

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 Bloomin' Brands, Inc. [BLMN]

3. Date of Earliest Transaction
 (Month/Day/Year)
 04/03/2017

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 EVP Digital and CIO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	04/03/2017		S		3,326 <u>(1)</u>	D	D

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

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SEC 1474 (9-02)

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

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. F. Derivative Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0					(2)	(3)	Common Stock	13,467
Restricted Stock Units	\$ 0					(4)	(3)	Common Stock	10,082
Restricted Stock Units	\$ 0					(5)	(3)	Common Stock	25,000
Stock Option (right to buy)	\$ 17.27					(6)	02/24/2027	Common Stock	32,080
Stock Option (right to buy)	\$ 17.15					(7)	02/25/2026	Common Stock	31,335
Stock Option (right to buy)	\$ 25.36					(8)	02/26/2025	Common Stock	26,471
Stock Option (right to buy)	\$ 18.12					(9)	10/01/2024	Common Stock	250,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HERLIHY DONAGH 2202 NORTH WEST SHORE BLVD. STE. 500			EVP Digital and CIO	

TAMPA, FL 33607

Signatures

Kelly Lefferts, Attorney
in Fact

04/05/2017

__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).
- (1) This transaction was effected by the reporting person pursuant to a 10b5-1 trading plan.
- (2) These restricted stock units, in the original grant amount of 13,467, will begin vesting in four equal annual installments on April 24, 2018.
- (3) This field is not applicable.
- (4) These restricted stock units, in the original grant amount of 13,442, began vesting in four equal annual installments on February 25, 2017.
- (5) These restricted stock units, in the original grant amount of 50,000, began vesting in four equal annual installments on October 1, 2015.
- (6) These stock options, in the original grant amount of 32,080, will begin vesting in four equal annual installments on February 24, 2018.
- (7) These stock options, in the original grant amount of 31,335, began vesting in four equal annual installments on February 25, 2017.
- (8) These stock options, in the original grant amount of 26,471, began vesting in four equal annual installments on February 26, 2016.
- (9) These stock options, in the original grant amount of 250,000, began vesting in four equal annual installments on October 1, 2015.

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.