

Bloomin' Brands, Inc.
Form 4
February 05, 2016

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SINGH SUKHDEV

(Last) (First) (Middle)

2202 NORTH WEST SHORE
BOULEVARD, SUITE 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)
02/03/2016

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

EVP & CDO

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (1) or (D) Price		
Common Stock	02/03/2016		M		10,000 (1)	A	\$ 0 25,448 D
Common Stock	02/03/2016		F		2,948 (2)	D	\$ 17.24 22,500 D

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

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(9-02)

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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. 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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0	02/03/2016		M	10,000 (3)	(4)	(5)	Common Stock	10,000
Restricted Stock Units	\$ 0					(6)	(5)	Common Stock	22,500
Restricted Stock Units	\$ 0					(7)	(5)	Common Stock	30,000
Stock Option (right to buy)	\$ 22.09					(8)	02/03/2024	Common Stock	200,000
Stock Option (right to buy)	\$ 25.36					(9)	02/26/2025	Common Stock	16,545

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
SINGH SUKHDEV 2202 NORTH WEST SHORE BOULEVARD SUITE 500 TAMPA, FL 33607	EVP & CDO

Signatures

/s/ Kelly Lefferts, as
Attorney-in-Fact 02/05/2016

__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) These shares of common stock were acquired upon the vesting and settlement of certain restricted stock units.
- (2) These shares were withheld by the issuer to pay for the applicable withholding tax due upon vesting of certain restricted stock units.
- (3) These restricted stock units were surrendered in exchange for shares of common stock of the issuer.
- (4) These restricted stock units vest in three equal annual installments beginning on February 3, 2016.
- (5) This field is not applicable.
- (6) These restricted stock units vest in four equal annual installments beginning on October 1, 2015.
- (7) These restricted stock units vest in four equal annual installments beginning on June 1, 2016.
- (8) This stock option vests in four equal annual installments beginning on February 3, 2015.
- (9) This stock option vests in four equal annual installments beginning on February 26, 2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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