

Bloomin' Brands, Inc.

Form 4

April 25, 2017

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 *
Fitzjohn David Roy

(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)
04/21/2017

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)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock	04/21/2017		M		1,473	A \$ 0	5,482.61	D	
Common Stock	04/21/2017		F		442	D \$ 0	5,040.61	D	
Common Stock	04/21/2017		M		1,992	A \$ 0	7,032.61	D	
Common Stock	04/21/2017		F		598	D \$ 0	6,434.61	D	
Common Stock	04/21/2017		M		1,587	A \$ 0	8,021.61	D	

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Common Stock 04/21/2017 F 477 D \$ 0 7,544.61 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. 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	04/21/2017		A		5,308		(1)	(2)	Common Stock	5,308
Restricted Stock Units	\$ 0	04/21/2017		M			1,992	(3)	(2)	Common Stock	1,992
Restricted Stock Units	\$ 0	04/21/2017		M			1,473	(4)	(2)	Common Stock	1,473
Restricted Stock Units	\$ 0	04/21/2017		M			1,587	(5)	(2)	Common Stock	1,587

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Fitzjohn David Roy
2202 NORTH WEST SHORE BLVD.
STE. 500
TAMPA, FL 33607

X

Signatures

/s/ Kelly Lefferts, as
Attorney-in-Fact

04/25/2017

__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) These restricted stock units, in the original grant amount of 5,308, will begin vesting in three equal annual installments immediately prior to the issuer's annual meeting of stockholders in 2018.
- (2) This field is not applicable.
- (3) These restricted stock units, in the original grant amount of 5,978, began vesting in three equal annual installments on April 21, 2017.
- (4) These restricted stock units, in the original grant amount of 4,419, began vesting in three equal annual installments on April 22, 2016.
- (5) These restricted stock units, in the original grant amount of 4,760, began vesting in three equal annual installments on April 29, 2015.

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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