

Bloomin' Brands, Inc.
Form 4
April 26, 2016

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Craigie James

(Last) (First) (Middle)

2202 N. WEST SHORE BLVD.,
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)
04/22/2016

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount or (D) Price | | | |
| Common Stock | 04/22/2016 | | M | 1,473 (1) A \$ 0 | 4,505 | D | |
| Common Stock | 04/22/2016 | | M | 1,587 (1) A \$ 0 | 6,092 | D | |
| Common Stock | 04/22/2016 | | M | 724 (1) A \$ 0 | 6,816 | D | |
| Common Stock | | | | | 4,040 | I | By Trust (2) |

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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Restricted Stock Units ⁽³⁾ | \$ 0 | 04/22/2016 | | A | 5,978 | (4) (5) | Common Stock | 5,978 |
| Restricted Stock Units ⁽³⁾ | \$ 0 | 04/22/2016 | | M | 1,473 ⁽⁶⁾ | (4) (5) | Common Stock | 1,473 |
| Restricted Stock Units ⁽³⁾ | \$ 0 | 04/22/2016 | | M | 1,587 ⁽⁶⁾ | (4) (5) | Common Stock | 1,587 |
| Restricted Stock Units ⁽³⁾ | \$ 0 | 04/22/2016 | | M | 724 ⁽⁶⁾ | (4) (5) | Common Stock | 724 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Craigie James
2202 N. WEST SHORE BLVD., SUITE 500 X
TAMPA, FL 33607

Signatures

/s/ Kelly Lefferts, as Attorney-in-Fact 04/26/2016

__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) Represents shares held in trust for the benefit of the Reporting Person's children. The Reporting Person disclaims beneficial ownership of all such shares except to the extent of his pecuniary interest therein, and inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of such shares for purposes of Section 16 or for any other purpose.

(3) Each restricted stock unit represents a contingent right to receive one share of common stock of the issuer.

(4) These restricted stock units vest as to one-third of the number of shares immediately prior to the issuer's annual meeting of stockholders each year following the date of grant.

(5) This field is not applicable.

(6) These restricted stock units were surrendered in exchange for shares of common stock of the issuer.

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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