

Bloomin' Brands, Inc.  
 Form 4  
 April 06, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
 Scarlett Gregg

(Last) (First) (Middle)  
 2202 N. WEST SHORE BLVD.  
 (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)  
 04/01/2015

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 & Pres. Bonfish Grill

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)
Common Stock				(A) or (D) Code V Amount (D) Price	10,629	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 Security (Instr. 3 and 4)	Amount of Shares
				Code V	(A) (D)	Date Exercisable Expiration Date	Title	
Restricted Stock Units	\$ 0					(1) (2)	Common Stock	6,
Restricted Stock Units	\$ 0	04/01/2015		A	25,000	03/12/2016(3) (2)	Common Stock	25
Stock Option (right to buy)	\$ 6.5					(4) 04/06/2020	Common Stock	51
Stock Option (right to buy)	\$ 6.5					(5) 09/02/2020	Common Stock	37
Stock Option (right to buy)	\$ 18.73					(6) 02/01/2023	Common Stock	75
Stock Option (right to buy)	\$ 24.14	04/01/2015		A	100,000	03/12/2016(7) 03/12/2025	Common Stock	100
Stock Option (right to buy)	\$ 25.32					(8) 02/27/2024	Common Stock	12
Stock Option (right to buy)	\$ 25.36					(9) 02/26/2025	Common Stock	14

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other  
 EVP & Pres. Bonefish Grill

Scarlett Gregg  
2202 N. WEST SHORE BLVD.  
TAMPA, FL 33607

## Signatures

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

04/06/2015

  \*\*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 vest in two equal annual installments beginning on April 13, 2015.
- (2) This field is not applicable.
- (3) These restricted stock units vest in four equal annual installments beginning on March 12, 2016.
- (4) This stock option is a replacement stock option and is fully vested.
- (5) This stock option is fully vested.
- (6) This stock option vests in four equal annual installments beginning on February 1, 2014.
- (7) This stock option vests in four equal annual installments beginning on March 12, 2016.
- (8) This stock option vests in four equal annual installments beginning on February 27, 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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