

Bloomin' Brands, Inc.
Form 4
February 29, 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 *
Kappitt Michael

(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)
02/25/2016

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 ____ Other (specify
below) below)

EVP & President of Carrabba's

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)
Common Stock			Code	V Amount (D) Price	26,286 ⁽¹⁾	D	

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

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information contained in this form are not
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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0	02/25/2016		A		11,201		<u>(2)</u>	<u>(3)</u>	Common Stock	11,201
Restricted Stock Units	\$ 0							<u>(4)</u>	<u>(3)</u>	Common Stock	12,500
Stock Option (right to buy)	\$ 10.03							<u>(5)</u>	07/05/2021	Common Stock	49,227
Stock Option (right to buy)	\$ 17.15	02/25/2016		A		26,113		<u>(6)</u>	02/25/2026	Common Stock	26,113
Stock Option (right to buy)	\$ 17.4							<u>(7)</u>	02/26/2023	Common Stock	10,021
Stock Option (right to buy)	\$ 23.87							<u>(8)</u>	01/02/2024	Common Stock	100,000
Stock Option (right to buy)	\$ 25.32							<u>(9)</u>	02/27/2024	Common Stock	12,490
Stock Option (right to buy)	\$ 25.36							<u>(10)</u>	02/26/2025	Common Stock	15,074

Reporting Owners

Reporting Owner Name / Address

Relationships

Director

10% Owner

Officer

Other

Kappitt Michael
2202 NORTH WEST SHORE BOULEVARD
SUITE 500
TAMPA, FL 33607

EVP &
President of
Carrabba's

Signatures

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

02/29/2016

__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) Certain of these shares represent restricted stock issued under a Bloomin' Brands, Inc. stock plan and are subject to a risk of forfeiture. Of such shares, 12,500 continue to be subject to forfeiture under that plan.
- (2) These restricted stock units vest in four equal annual installments beginning on February 25, 2017.
- (3) This field is not applicable.
- (4) These restricted stock units vest in two equal annual installments beginning on January 2, 2017. The original grant was of 25,000 restricted stock units, which vest in four equal annual installments beginning on January 2, 2015. As of the date of this filing, 12,500 restricted stock units vested and were surrendered in exchange for shares of common stock of the issuer.
- (5) This stock option vests in five equal annual installments beginning on July 5, 2012.
- (6) This stock option vests in four equal annual installments beginning on February 25, 2017.
- (7) This stock option vests in four equal annual installments beginning on February 26, 2014.
- (8) This stock option vests in four equal annual installments beginning on January 2, 2015.
- (9) This stock option vests in four equal annual installments beginning on February 27, 2015.
- (10) 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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