

Murtha Patrick C
Form 4
October 03, 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 *
Murtha Patrick C

(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)
10/01/2017

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,INTERNATIONAL

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 Ownership (Instr. 4) |
|---------------------------------------|---|---|---|--|--|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 10/01/2017 | | M | | 7,500 | A | \$ 0 23,347 |
| Common Stock | 10/01/2017 | | F | | 2,052 | D | \$ 0 21,295 |

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

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
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SEC 1474
(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 | 10/01/2017 | | M | 7,500 | (1) (2) | Common Stock 7,500 |
| Restricted Stock Units | \$ 0 | | | | | (3) (2) | Common Stock 12,469 |
| Restricted Stock Units | \$ 0 | | | | | (4) (2) | Common Stock 11,202 |
| Stock Option (right to buy) | \$ 17.27 | | | | | (5) 02/24/2027 | Common Stock 29,703 |
| Stock Option (right to buy) | \$ 17.8 | | | | | (6) 03/01/2026 | Common Stock 46,729 |
| Stock Option (right to buy) | \$ 17.15 | | | | | (7) 02/25/2026 | Common Stock 34,817 |
| Stock Option (right to buy) | \$ 25.36 | | | | | (8) 02/26/2025 | Common Stock 22,059 |
| Stock Option (right to buy) | \$ 25.36 | | | | | (9) 12/02/2023 | Common Stock 175,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer

Other

Murtha Patrick C
2202 NORTH WEST SHORE
BOULEVARD
SUITE 500
TAMPA, FL 33607

EVP &
PRESIDENT,INTERNATIONAL

Signatures

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

10/03/2017

__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 30,000, began vesting in four equal annual installments on October 1, 2015.
- (2) This field is not applicable.
- (3) These restricted stock units, in the original grant amount of 12,469, will begin vesting in four equal annual installments on February 24, 2018.
- (4) These restricted stock units, in the original grant amount of 14,935, began vesting in four equal annual installments on February 25, 2017.
- (5) These stock options, in the original grant amount of 29,703, will begin vesting in four equal annual installments on February 24, 2018.
- (6) These stock options, in the original grant amount of 46,729, will vest in one installment on March 1, 2018.
- (7) These stock options, in the original grant amount of 34,817, began vesting in four equal annual installments on February 25, 2017.
- (8) These stock options, in the original grant amount of 22,059, began vesting in four equal annual installments on February 26, 2016.
- (9) These stock options, in the original grant amount of 175,000, began vesting in four equal annual installments on November 15, 2014.

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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