

Deno David J.
Form 4
April 03, 2019

FORM 4

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

OMB APPROVAL

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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 *
Deno David J.

2. Issuer Name and Ticker or Trading Symbol
Bloomin' Brands, Inc. [BLMN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2202 NORTH WEST SHORE
BLVD, SUITE 500

3. Date of Earliest Transaction
(Month/Day/Year)
04/01/2019

Director 10% Owner
 Officer (give title below) Other (specify below)
CEO

(Street)
TAMPA, FL 33607

4. If Amendment, Date Original Filed(Month/Day/Year)

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) Price	42,730	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 Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Restricted Stock Units	\$ 0 ⁽¹⁾	04/01/2019		A		102,775		<u>(2)</u>	<u>(3)</u>	Common Stock	102,775
Stock Option (right to buy)	\$ 20.62	04/01/2019		A		270,758		<u>(4)</u>	04/01/2029	Common Stock	270,758
Restricted Stock Units	\$ 0 ⁽¹⁾							<u>(5)</u>	<u>(3)</u>	Common Stock	19,375
Restricted Stock Units	\$ 0 ⁽¹⁾							<u>(6)</u>	<u>(3)</u>	Common Stock	13,745
Restricted Stock Units	\$ 0 ⁽¹⁾							<u>(7)</u>	<u>(3)</u>	Common Stock	12,158
Restricted Stock Units	\$ 0 ⁽¹⁾							<u>(8)</u>	<u>(3)</u>	Common Stock	6,068
Stock Option (right to buy)	\$ 21.29							<u>(9)</u>	02/19/2029	Common Stock	50,345
Stock Option (right to buy)	\$ 24.1							<u>(10)</u>	02/23/2028	Common Stock	42,917
Stock Option (right to buy)	\$ 17.27							<u>(11)</u>	02/24/2027	Common Stock	57,921
Stock Option (right to buy)	\$ 17.15							<u>(12)</u>	02/25/2026	Common Stock	56,577
Stock	\$ 25.36							<u>(13)</u>	02/26/2025	Common	55,760

Option (right to buy)					Stock	
Stock Option (right to buy)	\$ 25.32	(14)	02/27/2024	Common Stock	58,800	
Stock Option (right to buy)	\$ 17.4	(15)	02/26/2023	Common Stock	72,551	
Stock Option (right to buy)	\$ 14.58	(16)	05/07/2022	Common Stock	132,080	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Deno David J. 2202 NORTH WEST SHORE BLVD SUITE 500 TAMPA, FL 33607	X		CEO	

Signatures

/s/ Kelly Lefferts, Attorney
in Fact 04/03/2019

**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) Each restricted stock unit represents the contingent right to receive one share of common stock of the issuer upon vesting of the unit.
- (2) On April 1, 2019, these restricted stock units were granted in the original amount of 102,775, which vest in three equal annual installments, with a final vesting in 2022.
- (3) This field is not applicable.
- (4) On April 1, 2019, these stock options were granted in the original amount of 270,758, which vest in three equal annual installments, with a final vesting in 2022.
- (5) On February 19, 2019, these restricted stock units were granted in the original amount of 19,375, which vest in three equal annual installments, with a final vesting in 2022.
- (6) On February 23, 2018, these restricted stock units were granted in the original amount of 18,326, which vest in four equal annual installments, with a final vesting in 2022.
- (7) On February 24, 2017, these restricted stock units were granted in the original amount of 24,315, which vest in four equal annual installments, with a final vesting in 2021.

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- (8) On February 25, 2016, these restricted stock units were granted in the original amount of 24,269, which vest in four equal annual installments, with a final vesting in 2020.
- (9) On February 19, 2019, these stock options were granted in the original amount of 50,345, which vest in three equal annual installments, with a final vesting in 2022.
- (10) On February 23, 2018, these stock options were granted in the original amount of 42,917, which vest in four equal annual installments, with a final vesting in 2022.
- (11) On February 24, 2017, these stock options were granted in the original amount of 57,921, which vest in four equal annual installments, with a final vesting in 2021.
- (12) On February 25, 2016, these stock options were granted in the original amount of 56,577, which vest in four equal annual installments, with a final vesting of 2020.
- (13) On February 26, 2015, these stock options were granted in the original amount of 55,760, which vest in four equal annual installments, with a final vesting in 2019.
- (14) On February 27, 2014, these stock options were granted in the original amount of 58,880, which vest in four equal annual installments, with a final vesting in 2018.
- (15) On February 26, 2013, these stock options were granted in the original amount of 72,551, which vest in four equal annual installments, with a final vesting in 2017.
- (16) On May 7, 2012, these stock options were granted in the original amount of 400,000, which vest in five equal annual installments, with a final vesting in 2017.

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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