

Bloomin' Brands, Inc.

Form 5

January 26, 2015

**FORM 5****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).Form 3 Holdings  
Reported

Form 4

Transactions

Reported

**ANNUAL 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  
Number: 3235-0362Expires: January 31,  
2005Estimated average  
burden hours per  
response... 1.01. Name and Address of Reporting Person \*  
**KADOW JOSEPH JOHN**

(Last)

(First)

(Middle)

**2202 NORTH WEST SHORE  
BLVD, SUITE 500**

(Street)

2. Issuer Name and Ticker or Trading  
Symbol  
**Bloomin' Brands, Inc. [BLMN]**3. Statement for Issuer's Fiscal Year Ended  
(Month/Day/Year)  
**12/28/2014**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, Chief Legal Officer

6. Individual or Joint/Group Reporting

(check applicable line)

**TAMPA, FL 33607**

(City)

(State)

(Zip)

☒ 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	12/17/2014	Â	G	2,200 D \$ 0	306,522	D	Â
Common Stock	12/18/2014	Â	G	225 D \$ 0	306,297	D	Â
Common Stock	12/18/2014	Â	G	225 D \$ 0	306,072	D	Â
Common Stock	12/18/2014	Â	G	450 D \$ 0	305,622	D	Â

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Common Stock      12/29/2014      Â      G      400      D      \$ 0      305,222      D      Â

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

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SEC 2270  
(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. D	9. S	10. (I
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	\$ 6.5	Â	Â	Â	Â Â Â <u>(1)</u>	04/06/2020	Common Stock	19,810		
Stock Option (right to buy)	\$ 10.03	Â	Â	Â	Â Â Â <u>(2)</u>	12/09/2021	Common Stock	134,250		
Stock Option (right to buy)	\$ 17.4	Â	Â	Â	Â Â Â <u>(3)</u>	02/26/2023	Common Stock	30,229		
Stock Option (right to buy)	\$ 25.32	Â	Â	Â	Â Â Â <u>(4)</u>	02/27/2024	Common Stock	24,331		

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KADOW JOSEPH JOHN 2202 NORTH WEST SHORE BLVD SUITE 500 TAMPA, FL 33607	Â	Â	Â EVP, Chief Legal Officer	Â

## Signatures

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

01/26/2015

\_\_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) This stock option is a replacement stock option and is fully vested.
- (2) This stock option vests in five equal installments beginning on December 9, 2012.
- (3) This stock option vests in four equal annual installments beginning on February 26, 2014.
- (4) This stock option vests in four equal annual installments beginning on February 27, 2015.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.