

Bloomin' Brands, Inc.  
 Form 4  
 April 26, 2016

**FORM 4**

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

OMB APPROVAL

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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 \*  
 Fitzjohn David Roy

(Last) (First) (Middle)

2202 NORTH WEST SHORE  
 BLVD., STE. 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)  
 04/22/2016

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)

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)
			Code	V Amount or (D) Price			
Common Stock	04/22/2016		M	1,587 (1) A \$ 0	3,203.61	D	
Common Stock	04/22/2016		F	477 (2) D \$ 0	2,726.61	D	
Common Stock	04/22/2016		M	1,473 (1) A \$ 0	4,199.61	D	
Common Stock	04/22/2016		F	442 (2) D \$ 0	3,757.61	D	
Common Stock	04/22/2016		M	361 (1) A \$ 0	4,118.61	D	

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Common Stock      04/22/2016      F      109 <sup>(2)</sup> D      \$ 0      4,009.61      D

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 number.**

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(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. Amount or Number of Shares
Restricted Stock Units	<u>(3)</u>	04/22/2016		A	5,978	<u>(4)</u> <u>(5)</u>	Common Stock	0
Restricted Stock Units	\$ 0 <u>(3)</u>	04/22/2016		M	1,587 <u>(6)</u>	<u>(4)</u> <u>(5)</u>	Common Stock	1,587
Restricted Stock Units	\$ 0 <u>(3)</u>	04/22/2016		M	1,473 <u>(6)</u>	<u>(4)</u> <u>(5)</u>	Common Stock	1,473
Restricted Stock Units	\$ 0 <u>(3)</u>	04/22/2016		M	361 <u>(6)</u>	<u>(4)</u> <u>(5)</u>	Common Stock	361

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Fitzjohn David Roy 2202 NORTH WEST SHORE BLVD. STE. 500 TAMPA, FL 33607	X			

## Signatures

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

04/26/2016

\_\_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) These shares of common stock were acquired upon the vesting and settlement of certain restricted stock units.
- (2) These shares were withheld by the issuer to pay for the applicable withholding tax due upon vesting of certain restricted stock units.
- (3) Each restricted stock unit represents a contingent right to receive one share of common stock of the issuer.
- (4) These restricted stock units vest as to one-third of the number of shares immediately prior to the issuer's annual meeting of stockholders each year following the date of grant.
- (5) This field is not applicable.
- (6) These restricted stock units were surrendered in exchange for shares of common stock of the issuer.

Note: File three copies of this Form, one of which must be manually signed. If space 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.