

Scarlett Gregg  
Form 4  
March 13, 2018

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
Scarlett Gregg

(Last) (First) (Middle)  
2202 N. WEST SHORE BLVD.  
  
(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)  
03/12/2018

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&Pres. Outback Steakhouse

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 Price		
Common Stock	03/12/2018		M		6,250 (1)	A	\$ 0 6,999 D
Common Stock	03/12/2018		F		2,460 (2)	D	\$ 24.37 4,539 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)

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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 <sup>(3)</sup>	03/12/2018		M	6,250 <sup>(4)</sup>	<sup>(5)</sup>	<sup>(6)</sup>	Common Stock	6,250
Restricted Stock Units	\$ 0 <sup>(3)</sup>					<sup>(7)</sup>	<sup>(6)</sup>	Common Stock	15,789
Restricted Stock Units	\$ 0 <sup>(3)</sup>					<sup>(8)</sup>	<sup>(6)</sup>	Common Stock	15,150
Restricted Stock Units	\$ 0 <sup>(3)</sup>					<sup>(9)</sup>	<sup>(6)</sup>	Common Stock	18,750
Restricted Stock Units	\$ 0 <sup>(3)</sup>					<sup>(10)</sup>	<sup>(6)</sup>	Common Stock	7,281
Stock Option (right to buy)	\$ 24.1					<sup>(11)</sup>	02/23/2028	Common Stock	36,974
Stock Option (right to buy)	\$ 17.8					<sup>(12)</sup>	03/01/2026	Common Stock	42,056
Stock Option (right to buy)	\$ 17.27					<sup>(13)</sup>	02/24/2027	Common Stock	36,090
Stock Option (right to buy)	\$ 17.96					<sup>(14)</sup>	08/01/2026	Common Stock	100,000
Stock Option	\$ 17.15					<sup>(15)</sup>	02/25/2026	Common Stock	16,973



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- (8) These restricted stock units, in the original grant amount of 20,200, began vesting in four equal annual installments on February 24, 2018.
- (9) These restricted stock units, in the original grant amount of 25,000, began vesting in four equal annual installments on August 1, 2017.
- (10) These restricted stock units, in the original grant amount of 14,562, began vesting in four equal annual installments on February 25, 2017.
- (11) These stock options, in the original grant amount of 36,974 will begin vesting in four equal annual installments on February 23, 2019.
- (12) These stock options are fully vested.
- (13) These stock options, in the original grant amount of 48,119, began vesting in four equal annual installments on February 24, 2018.
- (14) These stock options, in the original grant amount of 100,000, began vesting in four equal annual installments on August 1, 2017.
- (15) These stock options, in the original grant amount of 33,946, began vesting in four equal annual installments on February 25, 2017.
- (16) These stock options, in the original grant amount of 100,000, began vesting in four equal annual installments on March 12, 2016.
- (17) These stock options, in the original grant amount of 14,706, began vesting in four equal annual installments 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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