

☐ 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Deno David J.</u> (Last) (First) (Middle) <u>2202 NORTH WEST SHORE BLVD</u> <u>SUITE 500</u> (Street) <u>TAMPA</u> <u>FL</u> <u>33607</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Bloomin' Brands, Inc. [BLMN]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>02/19/2020</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <div>CEO</div>
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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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/19/2020		M		6,458 ⁽¹⁾	A	\$0	49,188	D	
Common Stock	02/19/2020		F		1,535 ⁽²⁾	D	\$23.05	47,653	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	\$0.0 ⁽³⁾	02/19/2020		M			6,458 ⁽⁴⁾	⁽⁵⁾	⁽⁶⁾	Common Stock	6,458	\$0	12,917	D	
Restricted Stock Units	\$0.0 ⁽³⁾							⁽⁷⁾	⁽⁶⁾	Common Stock	102,775		102,775	D	
Restricted Stock Units	\$0.0 ⁽³⁾							⁽⁸⁾	⁽⁶⁾	Common Stock	13,745		13,745	D	
Restricted Stock Units	\$0.0 ⁽³⁾							⁽⁹⁾	⁽⁶⁾	Common Stock	12,158		12,158	D	
Restricted Stock Units	\$0.0 ⁽³⁾							⁽¹⁰⁾	⁽⁶⁾	Common Stock	6,068		6,068	D	
Stock Option (right to buy)	\$20.62							⁽¹¹⁾	04/01/2029	Common Stock	270,758		270,758	D	
Stock Option (right to buy)	\$21.29							⁽¹²⁾	02/19/2029	Common Stock	50,345		50,345	D	
Stock Option (right to buy)	\$24.1							⁽¹³⁾	02/23/2028	Common Stock	42,917		42,917	D	
Stock Option (right to buy)	\$17.27							⁽¹⁴⁾	02/24/2027	Common Stock	57,921		57,921	D	
Stock Option (right to buy)	\$17.15							⁽¹⁵⁾	02/25/2026	Common Stock	56,577		56,577	D	
Stock Option (right to buy)	\$25.36							⁽¹⁶⁾	02/26/2025	Common Stock	55,760		55,760	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (right to buy)	\$25.32							(17)	02/27/2024	Common Stock	58,800		58,800	D	
Stock Option (right to buy)	\$17.4							(18)	02/26/2023	Common Stock	72,551		72,551	D	
Stock Option (right to buy)	\$14.58							(19)	05/07/2022	Common Stock	132,084		132,084	D	

Explanation of Responses:

1. These shares of common stock were acquired upon the vesting and settlement of certain restricted stock units.
2. These shares were delivered to the issuer to pay for the applicable withholding tax due upon vesting of certain restricted stock units.
3. Each restricted stock unit represents the contingent right to receive one share of common stock of the issuer upon vesting of the unit.
4. These restricted stock units were surrendered in exchange for shares of common stock of the issuer.
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. This field is not applicable.
7. 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.
8. 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.
9. 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.
10. 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.
11. 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.
12. 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.
13. 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.
14. 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.
15. 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.
16. 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.
17. 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.
18. 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.
19. On May 17, 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.

Remarks:

/s/ Kelly Lefferts, Attorney in
Fact

02/21/2020

** Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.