FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

l	OMB APPROVAL								
l	OMB Number:	3235-0287							
l	Estimated average burden								
ı	L	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

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

Name and Address of Reporting Person*     SMITH ELIZABETH A					Blo	2. Issuer Name and Ticker or Trading Symbol Bloomin' Brands, Inc. [ BLMN ]								ck all applic	tionship of Reporting all applicable) Director		rson(s) to Is			
(Last)	(Last) (First) (Middle)						3. Date of Earliest Transaction (Month/Day/Year) 03/10/2014								Officer (give title below)		Other (s	specify		
2202 NO	ORTH WES	T SHORE BLVI	)											•	Chairman and CEO					
SUITE 500					4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable Line)					
(Street)															X Form filed by One Reporting Person					
TAMPA	TAMPA FL 33607			7	-										Form filed by More than One Reporting Person					
(City)	(S	tate) (	Zip)																	
4			le I -	Non-Deri				_		l, Di						6.0	vnership	7. Nature		
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Y				Year) E	Execut			3. Transaction Code (Instr. 8)		4. Securities Acquired (A Disposed Of (D) (Instr. 3			5) Securiti Benefic Owned	Beneficially		n: Direct r ect (I)	of Indirect Beneficial Ownership (Instr. 4)			
									Code	v	Amount	(A) or (D)	Price	Reporte Transac (Instr. 3	ed ction(s)	(Inst	7. 4)	(instr. 4)		
Common Stock 03/10/201						4			M <sup>(1)</sup>		500,000	A	\$6.5	500	0,000		D			
Common Stock 03/10/20						.4			S <sup>(1)</sup>		500,000	D	\$23.581	3	0		D			
			Ta	able II - Der (e.q							oosed of, c			vned						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Exec if an	Deemed cution Date,	4. Transaction Code (Instr. 8)		5. Number of		6. Date Exel Expiration I (Month/Day		cisable and Date	7. Title and Amount of Securities Underlying Derivative Securit (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transaction (Instr. 4)	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership		
					Code	v	(A)	(D)	Date Exerci	sable	Expiration Date	Title	Amount or Number of Shares							
Stock Option (right to buy)	\$25.32								(2	)	02/27/2024	Common Stock	177,940		177,94	0	D			
Stock Option (right to buy)	\$10.03								(3)	)	07/01/2021	Common Stock	550,000		550,00	0	D			
Stock Option (right to buy)	\$6.5	03/10/2014			M		500,000		(4	)	11/16/2019	Common Stock	500,000	\$0	3,600,0	00	D			

## **Explanation of Responses:**

- 1. Exercise and immediate sale of 500,000 stock options pursuant to the secondary offering of Bloomin' Brands, Inc. common stock.
- $2. \ This stock option vests in four equal annual installments beginning on February 27, 2015.$
- 3. This Stock option vests in five equal annual installments beginning on July 1, 2012.
- 4. This Stock option vests in five equal annual installments beginning on November 16, 2010.

## Remarks:

/s/Kelly Lefferts, as Attorney- 03/12/2014 in-Fact

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.	