

## 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

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

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
<u>Shlemon Steven T</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)			<u>Bloomin' Brands, Inc. [ BLMN ]</u>  3. Date of Earliest Transaction (Month/Day/Year) <u>11/26/2013</u>  4. If Amendment, Date of Original Filed (Month/Day/Year)		Director 10% Owner Officer (give title below) Other (specify below) <u>EVP &amp; President of Carrabba's</u>  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/26/2013		M <sup>(1)</sup>		50,000	A	\$6.5	432,774	D	
Common Stock	11/26/2013		F <sup>(1)</sup>		5,400 <sup>(2)</sup>	D	\$27.0029 <sup>(3)</sup>	427,374	D	
Common Stock	11/26/2013		S <sup>(1)</sup>		44,600	D	\$27.0029 <sup>(3)</sup>	382,774	D	
Common Stock								6,617	I	As Custodian for son under the Florida Uniform Transfers to Minors Act <sup>(4)</sup>
Common Stock								1,400	I	By Wife

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		Date Exercisable	Expiration Date					
Stock Option (right to buy) <sup>(5)</sup>	\$6.5	11/26/2013		M <sup>(1)</sup>		50,000	(6)	04/06/2020	Common Stock	50,000	\$0	104,000	D
Stock Option (right to buy)	\$17.4						02/26/2014 <sup>(7)</sup>	02/26/2023	Common Stock	27,206		27,206	D

## Explanation of Responses:

- This transaction was effected by the reporting person pursuant to a Rule 10b5-1 trading plan.
- These shares were delivered to the Issuer to pay for the applicable exercise price and withholding tax.

3. Price reflected is the weighted-average sale price for shares sold. The shares were sold in multiple transactions, and the range of sale prices for the transactions reported was \$27.00 to \$27.11. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or any staff member of the Securities and Exchange Commission, upon request, information regarding the number of shares sold at each separate price.
4. These shares are held by the reporting person as custodian for his minor son under the Florida Uniform Transfers to Minors Act. The reporting person disclaims beneficial ownership of these shares, and this report shall not be deemed an admission that the reporting person is the beneficial owner of these shares for purposes of Section 16 or for any other purpose.
5. On April 6, 2010, the reporting person was granted a replacement stock option with an exercise price of \$6.50 in exchange for an outstanding stock option with an exercise price of \$10.00 per share. The original stock option was cancelled. Under the exchange program, the vested portion of the eligible stock options as of the grant date of the replacement stock options were exchanged for stock options that were fully vested. The unvested portion of the exchanged stock options were exchanged for unvested replacement stock options that vest and become exercisable over a period of time that is equal to the remaining vesting period of the exchanged stock options, plus one year, subject to the participant's continued employment through the new vesting date.
6. This option is a replacement stock option and the remaining unvested portion vests in four equal installments beginning on October 25, 2010.
7. Twenty-five percent (25%) of these options become exercisable on the first, second, third and fourth anniversaries of the date granted.

**Remarks:**

Kelly Lefferts, Attorney in  
Fact 11/27/2013

\*\* 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.**