

SMITH ELIZABETH A  
Form 4  
August 01, 2018

**FORM 4**

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

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SMITH ELIZABETH A

(Last) (First) (Middle)

2202 NORTH WEST SHORE  
BLVD, SUITE 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)

08/01/2018

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)

Chairman and CEO

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/01/2018		M	250,000	A \$ 6.5 394,152	D	
Common Stock	08/01/2018		S	152,587	D \$ 18.45 241,565	D	

(1)

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 Number Shares
Stock Option (right to buy)	\$ 6.5	08/01/2018		M	250,000	(2)	11/16/2019	Common Stock	250,000
Restricted Stock Units	\$ 0 (3)					(4)	(5)	Common Stock	79,296
Restricted Stock Units	\$ 0 (3)					(6)	(5)	Common Stock	84,165
Restricted Stock Units	\$ 0 (3)					(7)	(5)	Common Stock	56,005
Stock Option (right to buy)	\$ 24.1					(8)	02/23/2028	Common Stock	185,690
Stock Option (right to buy)	\$ 17.27					(9)	02/24/2027	Common Stock	267,320
Stock Option (right to buy)	\$ 17.15					(10)	02/25/2026	Common Stock	261,120
Stock Option (right to buy)	\$ 25.36					(11)	02/26/2025	Common Stock	220,580
Stock Option (right to buy)	\$ 25.32					(2)	02/27/2024	Common Stock	177,940
	\$ 10.03					(2)	07/01/2021		550,000

Stock  
Option  
(right to  
buy)

Common  
Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH ELIZABETH A 2202 NORTH WEST SHORE BLVD SUITE 500 TAMPA, FL 33607	X		Chairman and CEO	

## Signatures

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

08/01/2018

\_\_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) 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 \$18.19 to \$18.65. 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.
- (2) These stock options are fully vested.
- (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, in the original grant amount of 79,296, will begin vesting in four equal annual installments on February 23, 2019.
- (5) This field is not applicable.
- (6) These restricted stock units, in the original grant amount of 112,220, began vesting in four equal annual installments on February 24, 2018.
- (7) These restricted stock units, in the original grant amount of 112,010, began vesting in four equal annual installments on February 25, 2017.
- (8) These stock options, in the original grant amount of 185,695 will begin vesting in four equal annual installments on February 23, 2019.
- (9) These stock options, in the original grant amount of 267,327, began vesting in four equal annual installments on February 24, 2018.
- (10) These stock options, in the original grant amount of 261,122, began vesting in four equal annual installments beginning on February 25, 2017.
- (11) These stock options, in the original grant amount of 220,589, 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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