

Deno David J.
Form 4
April 03, 2019

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Deno David J.

(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)

04/01/2019

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)

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 | | | Code | V Amount (D) Price | 42,730 | D | |

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

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information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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| 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 |
| Restricted Stock Units | \$ 0 ⁽¹⁾ | 04/01/2019 | | A | | 102,775 | | <u>(2)</u> | <u>(3)</u> | Common Stock | 102,775 |
| Stock Option (right to buy) | \$ 20.62 | 04/01/2019 | | A | | 270,758 | | <u>(4)</u> | 04/01/2029 | Common Stock | 270,758 |
| Restricted Stock Units | \$ 0 ⁽¹⁾ | | | | | | | <u>(5)</u> | <u>(3)</u> | Common Stock | 19,375 |
| Restricted Stock Units | \$ 0 ⁽¹⁾ | | | | | | | <u>(6)</u> | <u>(3)</u> | Common Stock | 13,745 |
| Restricted Stock Units | \$ 0 ⁽¹⁾ | | | | | | | <u>(7)</u> | <u>(3)</u> | Common Stock | 12,158 |
| Restricted Stock Units | \$ 0 ⁽¹⁾ | | | | | | | <u>(8)</u> | <u>(3)</u> | Common Stock | 6,068 |
| Stock Option (right to buy) | \$ 21.29 | | | | | | | <u>(9)</u> | 02/19/2029 | Common Stock | 50,345 |
| Stock Option (right to buy) | \$ 24.1 | | | | | | | <u>(10)</u> | 02/23/2028 | Common Stock | 42,917 |
| Stock Option (right to buy) | \$ 17.27 | | | | | | | <u>(11)</u> | 02/24/2027 | Common Stock | 57,921 |
| Stock Option (right to buy) | \$ 17.15 | | | | | | | <u>(12)</u> | 02/25/2026 | Common Stock | 56,577 |
| Stock | \$ 25.36 | | | | | | | <u>(13)</u> | 02/26/2025 | Common | 55,760 |

| | | | | | | |
|--------------------------------------|----------|------|------------|-----------------|---------|--|
| Option (right to buy) | | | | | Stock | |
| Stock Option (right to buy) | \$ 25.32 | (14) | 02/27/2024 | Common Stock | 58,800 | |
| Stock Option (right to buy) | \$ 17.4 | (15) | 02/26/2023 | Common Stock | 72,551 | |
| Stock Option (right to buy) | \$ 14.58 | (16) | 05/07/2022 | Common Stock | 132,080 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Deno David J. 2202 NORTH WEST SHORE BLVD SUITE 500 TAMPA, FL 33607 | X | | CEO | |

Signatures

/s/ Kelly Lefferts, Attorney
in Fact

04/03/2019

__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) Each restricted stock unit represents the contingent right to receive one share of common stock of the issuer upon vesting of the unit.
- (2) 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.
- (3) This field is not applicable.
- (4) 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.
- (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) 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.
- (7) 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.

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- (8) 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.
- (9) 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.
- (10) 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.
- (11) 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.
- (12) 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.
- (13) 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.
- (14) 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.
- (15) 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.
- (16) On May 7, 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.

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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