

Kappitt Michael  
 Form 4  
 February 14, 2019

**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 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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**Kappitt Michael**

(Last) (First) (Middle)

2202 NORTH WEST SHORE  
 BOULEVARD, 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)  
**02/12/2019**

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)

EVP & President of Carrabba's

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	02/12/2019		M		6,250 (1)	A	\$ 0 11,326 D
Common Stock	02/12/2019		F		1,735 (2)	D	\$ 19.02 9,591 D

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 or Number of Shares
Restricted Stock Units	\$ 0 <sup>(3)</sup>	02/12/2019		M		6,250		<u>(4)</u>	<u>(5)</u>	Common Stock	6,250
Restricted Stock Units	\$ 0 <sup>(3)</sup>							<u>(6)</u>	<u>(5)</u>	Common Stock	7,930
Restricted Stock Units	\$ 0 <sup>(3)</sup>							<u>(7)</u>	<u>(5)</u>	Common Stock	8,417
Restricted Stock Units	\$ 0 <sup>(3)</sup>							<u>(8)</u>	<u>(5)</u>	Common Stock	5,601
Stock Option (right to buy)	\$ 24.1							<u>(9)</u>	02/23/2028	Common Stock	18,570
Stock Option (right to buy)	\$ 17.27							<u>(10)</u>	02/24/2027	Common Stock	26,733
Stock Option (right to buy)	\$ 17.15							<u>(11)</u>	02/25/2026	Common Stock	26,113
Stock Option (right to buy)	\$ 17.8							<u>(12)</u>	03/01/2026	Common Stock	50,000
Stock Option (right to buy)	\$ 25.36							<u>(13)</u>	02/26/2025	Common Stock	15,074
	\$ 25.32							<u>(14)</u>	02/27/2024		12,490



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- (11) These stock options, in the original grant amount of 26,113, began vesting in four equal annual installments on February 25, 2017.
- (12) These stock options, in the original grant amount of 50,000, began vesting in four equal annual installments on February 12, 2017.
- (13) These stock options, in the original grant amount of 15,074, began vesting in four equal annual installments on February 26, 2016.
- (14) These stock options are fully vested.

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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