

HERLIHY DONAGH

Form 4

October 03, 2017

**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  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**HERLIHY DONAGH**

(Last) (First) (Middle)

**2202 NORTH WEST SHORE  
BLVD., STE. 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)  
**10/01/2017**

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

EVP Digital and CIO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 10/01/2017                              |                                                             | M                                       | 12,500 A \$ 0                                                              | 12,500                                                                                                             | D                                                                    |                                                                   |
| Common<br>Stock                       | 10/01/2017                              |                                                             | F                                       | 3,419 D \$ 0                                                               | 9,081                                                                                                              | D                                                                    |                                                                   |

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

**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 control  
number.**

SEC 1474  
(9-02)

# Edgar Filing: HERLIHY DONAGH - Form 4

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                                  |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|--------------------|---------------------------------------------------------------------|----------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V (A) (D)                                                                                                    | Date<br>Exercisable                                            | Expiration<br>Date | Title                                                               | Amount or<br>Number of<br>Shares |
| Restricted<br>Stock<br>Units                        | \$ 0                                                                  | 10/01/2017                              |                                                             | M                                       | 12,500                                                                                                       | (1)                                                            | (2)                | Common<br>Stock                                                     | 12,500                           |
| Restricted<br>Stock<br>Units                        | \$ 0                                                                  |                                         |                                                             |                                         |                                                                                                              | (3)                                                            | (2)                | Common<br>Stock                                                     | 13,467                           |
| Restricted<br>Stock<br>Units                        | \$ 0                                                                  |                                         |                                                             |                                         |                                                                                                              | (4)                                                            | (2)                | Common<br>Stock                                                     | 10,082                           |
| Stock<br>Option<br>(right to<br>buy)                | \$ 17.27                                                              |                                         |                                                             |                                         |                                                                                                              | (5)                                                            | 02/24/2027         | Common<br>Stock                                                     | 32,080                           |
| Stock<br>Option<br>(right to<br>buy)                | \$ 17.15                                                              |                                         |                                                             |                                         |                                                                                                              | (6)                                                            | 02/25/2026         | Common<br>Stock                                                     | 31,335                           |
| Stock<br>Option<br>(right to<br>buy)                | \$ 25.36                                                              |                                         |                                                             |                                         |                                                                                                              | (7)                                                            | 02/26/2025         | Common<br>Stock                                                     | 26,471                           |
| Stock<br>Option<br>(right to<br>buy)                | \$ 18.12                                                              |                                         |                                                             |                                         |                                                                                                              | (8)                                                            | 10/01/2024         | Common<br>Stock                                                     | 250,000                          |

## Reporting Owners

| Reporting Owner Name / Address                            | Relationships                    |
|-----------------------------------------------------------|----------------------------------|
|                                                           | Director 10% Owner Officer Other |
| HERLIHY DONAGH<br>2202 NORTH WEST SHORE BLVD.<br>STE. 500 | EVP Digital and CIO              |

TAMPA, FL 33607

## Signatures

Kelly Lefferts, Attorney  
in Fact

10/03/2017

\_\_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) These restricted stock units, in the original grant amount of 50,000, began vesting in four equal annual installments on October 1, 2015.
- (2) This field is not applicable.
- (3) These restricted stock units, in the original grant amount of 13,467, will begin vesting in four equal annual installments on February 24, 2018.
- (4) These restricted stock units, in the original grant amount of 13,442, began vesting in four equal annual installments on February 25, 2017.
- (5) These stock options, in the original grant amount of 32,080, will begin vesting in four equal annual installments on February 24, 2018.
- (6) These stock options, in the original grant amount of 31,335, began vesting in four equal annual installments on February 25, 2017.
- (7) These stock options, in the original grant amount of 26,471, began vesting in four equal annual installments on February 26, 2016.
- (8) These stock options, in the original grant amount of 250,000, began vesting in four equal annual installments on October 1, 2015.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.