

OMB APPROVAL	
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**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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Pace Philip J</u>			2. Issuer Name and Ticker or Trading Symbol <u>Bloomin' Brands, Inc. [ BLMN ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below) _____ <u>SVP, Chief Accounting Officer</u>			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>02/21/2024</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person			
<u>2202 N. WEST SHORE BLVD.</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)						
<u>SUITE 500</u>			Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.						
(Street)	(City)	(State)							(Zip)
<u>TAMPA</u>	<u>FL</u>	<u>33607</u>							

**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	02/21/2024		M		1,200 <sup>(1)</sup>	A	\$0	18,579	D	
Common Stock	02/21/2024		F		344 <sup>(2)</sup>	D	\$26.75	18,235	D	
Common Stock	02/22/2024		M		6,014 <sup>(3)</sup>	A	\$0	24,249	D	
Common Stock	02/22/2024		F		1,456 <sup>(4)</sup>	D	\$26.6	22,793	D	
Common Stock	02/22/2024		M		2,461 <sup>(5)</sup>	A	\$0	25,254	D	
Common Stock	02/22/2024		F		600 <sup>(2)</sup>	D	\$26.6	24,654	D	
Common Stock	02/22/2024		M		1,146 <sup>(6)</sup>	A	\$0	25,800	D	
Common Stock	02/22/2024		F		280 <sup>(2)</sup>	D	\$26.6	25,520	D	

**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	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Units	\$0 <sup>(7)</sup>	02/21/2024		M			1,200	(1)	(8)	Common Stock	1,200	\$0	1,200	D	
Restricted Stock Units	\$0 <sup>(7)</sup>	02/22/2024		M			2,461	(5)	(8)	Common Stock	2,461	\$0	4,923	D	
Restricted Stock Units	\$0 <sup>(7)</sup>	02/22/2024		M			1,146	(6)	(8)	Common Stock	1,146	\$0	0	D	

**Explanation of Responses:**

- On February 21, 2022, these restricted stock units ("RSUs") were granted in the original amount of 3,600, which vest in three equal annual installments, with a final vesting in 2025.
- These shares of common stock were withheld by the issuer to pay for the applicable withholding tax due upon vesting of certain RSUs.
- Represents shares of common stock acquired upon vesting of certain performance-based share units as a result of achievement of performance goals.
- These shares of common stock were withheld by the issuer to pay for the applicable withholding tax due upon vesting of certain performance-based share units.
- On February 22, 2023, these RSUs were granted in the original amount of 7,384, which vest in three equal annual installments, with a final vesting in 2026.
- On February 22, 2021, these RSUs were granted in the original amount of 3,438, which vest in three equal annual installments, with a final vesting in 2024.
- Each RSU represents the contingent right to receive one share of common stock of the issuer upon vesting of the unit.
- This field is not applicable.

**Remarks:**

/s/ Kelly Lefferts, Attorney in Fact 02/23/2024

\*\* Signature of Reporting Person Date

\* 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.**