PACE DAVID Form 3 August 07, 2012

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

 PACE DAVID

(Middle)

Statement

(Month/Day/Year)

08/07/2012

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

(Last) (First)

2202 NORTH WEST SHORE BLVD, Â SUITE 500

(Street)

Bloomin' Brands, Inc. [BLMN]

4. Relationship of Reporting

Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

(Check all applicable)

10% Owner Director _X__ Officer Other

(give title below) (specify below) **EVP & Chief Resources Officer**

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

4. Nature of Indirect Beneficial

TAMPA, FLÂ 33607

(City) (State)

1. Title of Security (Instr. 4)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership

Table I - Non-Derivative Securities Beneficially Owned

Form: Direct (D)

(I)

Ownership

(Instr. 5)

or Indirect (Instr. 5)

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

SEC 1473 (7-02)

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

1. Title of Derivative Security

(Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

or Exercise Price of Derivative

Conversion

4.

Ownership Form of Derivative Security:

5.

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Expiration Exercisable Date

Title

Amount or Security Number of Shares

Direct (D) or Indirect (I)

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						(Instr. 5)	
Stock Option (right to buy)	(1)	07/27/2020	Common Stock	350,000	\$ 6.5	D	Â
Stock Option (right to buy)	(2)	12/09/2021	Common Stock	133,300	\$ 10.03	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
PACE DAVID 2202 NORTH WEST SHORE BLVD SUITE 500 TAMPA. FL 33607	Â	Â	EVP & Chief Resources Officer	Â		

Signatures

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

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) This option vests in five equal installments beginning on August 16, 2011.
- (2) This option vests in five equal installments beginning on December 9, 2012.

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.

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