

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden	
hours per response:	0.5

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <b>Schmidt David Peter</b>			2. Issuer Name and Ticker or Trading Symbol <b>Bloomin' Brands, Inc. [ BLMN ]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>EVP &amp; Pres. Bonefish Grill</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>02/23/2018</b>			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		
2202 NORTH WEST SHORE BLVD., STE. 500			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)	FL	33607						
(City)	(State)	(Zip)						

**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	02/23/2018		M		681 <sup>(1)</sup>	A	\$0	5,097	D	
Common Stock	02/23/2018		F		160 <sup>(2)</sup>	D	\$23.75	4,937	D	
Common Stock	02/23/2018		M		2,494 <sup>(1)</sup>	A	\$0	7,431	D	
Common Stock	02/23/2018		F		658 <sup>(2)</sup>	D	\$23.75	6,773	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	Amount or Number of Shares				
Stock Option (right to buy)	\$24.1	02/23/2018		A		16,507		(3)	02/23/2028	Common Stock	16,507	\$0	16,507	D	
Restricted Stock Units	\$0.0 <sup>(4)</sup>	02/23/2018		A		7,049		(5)	(6)	Common Stock	7,049	\$0	7,049	D	
Restricted Stock Units	\$0.0 <sup>(4)</sup>	02/23/2018		M			681 <sup>(7)</sup>	(8)	(6)	Common Stock	681	\$0	1,362	D	
Restricted Stock Units	\$0.0 <sup>(4)</sup>	02/23/2018		M			2,494 <sup>(7)</sup>	(9)	(6)	Common Stock	2,494	\$0	7,482	D	
Restricted Stock Units	\$0.0 <sup>(4)</sup>							(10)	(6)	Common Stock	18,750		18,750	D	
Restricted Stock Units	\$0.0 <sup>(4)</sup>							(11)	(6)	Common Stock	1,250		1,250	D	
Restricted Stock Units	\$0.0 <sup>(4)</sup>							(12)	(6)	Common Stock	1,656		1,656	D	
Restricted Stock Units	\$0.0 <sup>(4)</sup>							(13)	(6)	Common Stock	2,500		2,500	D	
Restricted Stock Units	\$0.0 <sup>(4)</sup>							(14)	(6)	Common Stock	297		297	D	
Stock Option (right to buy)	\$17.27							(15)	02/24/2027	Common Stock	23,763		23,763	D	
Stock Option (right to buy)	\$17.96							(16)	08/01/2026	Common Stock	100,000		100,000	D	
Stock Option (right to buy)	\$17.8							(17)	03/01/2026	Common Stock	23,900		23,900	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	Amount or Number of Shares				
Stock Option (right to buy)	\$17.15							(18)	02/25/2026	Common Stock	8,463		8,463	D	
Stock Option (right to buy)	\$25.36							(19)	02/26/2025	Common Stock	4,000		4,000	D	
Stock Option (right to buy)	\$25.32							(20)	02/27/2024	Common Stock	2,434		2,434	D	
Stock Option (right to buy)	\$17.4							(21)	02/26/2023	Common Stock	4,232		4,232	D	

**Explanation of Responses:**

1. These shares of common stock were acquired upon the vesting and settlement of certain restricted stock units.
2. These shares were delivered to the issuer to pay for the applicable withholding tax due upon vesting of certain restricted stock units.
3. These stock options, in the original grant amount of 16,507 will begin vesting in four equal annual installments on February 23, 2019.
4. Each restricted stock unit represents the contingent right to receive one share of common stock of the issuer upon vesting of the unit.
5. These restricted stock units, in the original grant amount of 7,049, will begin vesting in four equal annual installments on February 23, 2019.
6. This field is not applicable.
7. These restricted stock units were surrendered in exchange for shares of common stock of the issuer.
8. These restricted stock units, in the original grant amount of 2,723, began vesting in four equal annual installments on February 25, 2017.
9. These restricted stock units, in the original grant amount of 9,976, began vesting in four equal annual installments on February 24, 2018.
10. These restricted stock units, in the original grant amount of 25,000, began vesting in four equal annual installments on August 1, 2017.
11. These restricted stock units, in the original grant amount of 2,500, began vesting in four equal annual installments on September 1, 2016.
12. These restricted stock units, in the original grant amount of 3,310, began vesting in four equal annual installments on February 26, 2016.
13. These restricted stock units, in the original grant amount of 10,000, began vesting in four equal annual installments on October 1, 2015.
14. These restricted stock units, in the original grant amount of 1,185, began vesting in four equal annual installments on February 27, 2015.
15. These stock options, in the original grant amount of 23,763, began vesting in four equal annual installments on February 24, 2018.
16. These stock options, in the original grant amount of 100,000, began vesting in four equal annual installments on August 1, 2017.
17. These stock options, in the original grant amount of 23,900, began vesting in two equal annual installments on March 1, 2017.
18. These stock options, in the original grant amount of 8,463, began vesting in four equal annual installments on February 25, 2017.
19. These stock options, in the original grant amount of 4,000, began vesting in four equal annual installments on February 26, 2016.
20. These stock options, in the original grant amount of 2,434, began vesting in four equal annual installments on February 27, 2015.
21. These stock options are fully vested.

**Remarks:**

Kelly Lefferts, as Attorney-in-Fact      02/27/2018

\*\* Signature of Reporting Person      Date

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

\* 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.

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