

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**

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>SINGH SUKHDEV</b>  (Last) (First) (Middle) <b>2202 NORTH WEST SHORE BOULEVARD</b> <b>SUITE 500</b>  (Street) <b>TAMPA FL 33607</b>  (City) (State) (Zip)	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)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>EVP &amp; CDO</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>09/30/2016</b>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	09/30/2016		M		7,500	A	\$0	36,702	D	
Common Stock	09/30/2016		F		2,052	D	\$0	34,650	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	\$0.0	09/30/2016		M			7,500	(1)	(2)	Common Stock	7,500	\$0	15,000	D	
Restricted Stock Units	\$0.0							(3)	(2)	Common Stock	14,188		14,188	D	
Restricted Stock Units	\$0.0							(4)	(2)	Common Stock	22,500		22,500	D	
Restricted Stock Units	\$0.0							(5)	(2)	Common Stock	20,000		20,000	D	
Restricted Stock Units	\$0.0							(1)	(2)	Common Stock	22,500		15,000	D	
Stock Option (right to buy)	\$17.8							(6)	03/01/2026	Common Stock	44,393		44,393	D	
Stock Option (right to buy)	\$17.15							(7)	02/25/2026	Common Stock	33,076		33,076	D	
Stock Option (right to buy)	\$25.36							(8)	02/26/2025	Common Stock	16,545		16,545	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					
Stock Option (right to buy)	\$22.09							(9)	02/03/2024	Common Stock	200,000	200,000	D	

**Explanation of Responses:**

- These restricted stock units, in the original grant amount of 30,000, began vesting in four equal annual installments on October 1, 2015.
- This field is not applicable.
- These restricted stock units, in the original grant amount of 14,188, will begin vesting in four equal annual installments on February 25, 2017.
- These restricted stock units, in the original grant amount of 30,000, began vesting in four equal annual installments on May 4, 2016.
- These restricted stock units, in the original grant amount of 40,000, began vesting in four equal annual installments on February 3, 2015.
- These stock options, in the original grant amount of 44,393, will begin vesting in one installment on March 1, 2018.
- These stock options, in the original grant amount of 33,076, will begin vesting in four equal annual installments on February 25, 2017.
- These stock options, in the original grant amount of 16,545, began vesting in four equal annual installments on February 26, 2016.
- These stock options, in the original grant amount of 200,000, began vesting in four equal annual installments on February 3, 2015.

**Remarks:**

/s/ Kelly Lefferts, as Attorney-in-Fact     10/04/2016

\*\* 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.

**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.**