

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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Catterton Managing Partner VI, L.L.C.</u> <hr/> (Last) (First) (Middle) 599 WEST PUTNAM AVENUE <hr/> (Street) GREENWICH CT 06830 <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 08/07/2012	3. Issuer Name and Ticker or Trading Symbol <u>Bloomin' Brands, Inc. [BLMN]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	14,500,000	I	See Footnotes ⁽¹⁾⁽²⁾

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)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

1. Name and Address of Reporting Person* <u>Catterton Managing Partner VI, L.L.C.</u> <hr/> (Last) (First) (Middle) 599 WEST PUTNAM AVENUE <hr/> (Street) GREENWICH CT 06830 <hr/> (City) (State) (Zip)		
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1. Name and Address of Reporting Person* <u>Catterton Partners VI - Kangaroo, L.P.</u> <hr/> (Last) (First) (Middle) 599 WEST PUTNAM AVENUE <hr/> (Street) GREENWICH CT 06830 <hr/> (City) (State) (Zip)		
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1. Name and Address of Reporting Person*		
Catterton Partners VI - Kangaroo Coinvest, L.P.		
(Last)	(First)	(Middle)
599 WEST PUTNAM AVENUE		
(Street)		
GREENWICH	CT	06830
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
CP6 Management, L.L.C.		
(Last)	(First)	(Middle)
599 WEST PUTNAM AVENUE		
(Street)		
GREENWICH	CT	06830
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
Dahnke Scott Arnold		
(Last)	(First)	(Middle)
599 WEST PUTNAM AVENUE		
(Street)		
GREENWICH	CT	06830
(City) (State) (Zip)		

Explanation of Responses:

1. Represents shares of the Issuer held by Catterton Partners VI-Kangaroo, L.P ("Catterton Partners VI") and Catterton Partners VI-Kangaroo Coinvest, L.P. ("Catterton Partners VI-Coinvest"). Catterton Managing Partner VI, L.L.C. ("Catterton Managing Partner" and together with Catterton Partners VI, Catterton Partners VI-Coinvest and CP6 Management, L.L.C., the "Catterton Entities") is the general partner of Catterton Partners VI and Catterton Partners VI-Coinvest. CP6 Management, L.L.C. is the managing partner of Catterton Managing Partner and Scott A. Dahnke is a member of the Managing Board of CP6 Management, L.L.C. (Continued in Footnote 2)

2. (Continued from Footnote 1) By virtue of these relationships, Catterton Managing Partner and Scott A. Dahnke may be deemed to share voting and dispositive power with respect to the shares of Common Stock held by the Catterton Entities. Catterton Managing Partner, Scott A. Dahnke and each of the Catterton Entities expressly disclaim beneficial ownership of such securities, except to the extent of its pecuniary interest therein.

/s/ Scott A. Dahnke,
Authorized Person 08/07/2012

** 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 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).

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.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitute and appoint each of Joseph J. Kadow, David J. Deno, Kelly Lefferts, Janet A. Spreen and Elizabeth K. Riotte signing singly, the undersigned's true and lawful attorney-in-fact to:

1. execute for and on behalf of the undersigned a Form ID and Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules; and

2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form ID and Form 3, 4 or 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by Bloomin' Brands, Inc., a Delaware corporation, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned have caused this Power of Attorney to be executed as of August 2, 2012.

CATTERTON MANAGING PARTNER VI, L.L.C.

By: CP6 Management, L.L.C.,
its managing member

By: /s/Scott A. Dahnke

Name: Scott A. Dahnke
Title: Authorized Person

CATTERTON PARTNERS VI-KANGAROO, L.P.

By: Catterton Managing Partner VI, L.L.C.
its general partner

By: CP6 Management, L.L.C.,
its managing member

By: /s/Scott A. Dahnke

Name: Scott A. Dahnke
Title: Authorized Person

CATTERTON PARTNERS VI-KANGAROO, COINVEST, L.P.

By: Catterton Managing Partner VI, L.L.C.
its general partner

By: CP6 Management, L.L.C.,
its managing member

By: /s/Scott A. Dahnke

Name: Scott A. Dahnke
Title: Authorized Person

CP6 MANAGEMENT, L.L.C.

By: /s/Scott A. Dahnke

Name: Scott A. Dahnke
Title: Authorized Person

/s/Scott A. Dahnke

Scott A. Dahnke