

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*			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
<u>Scarlett Gregg</u>			<u>Bloomin' Brands, Inc. [ BLMN ]</u>			Director 10% Owner		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)			X Officer (give title below) Other (specify below)		
2202 N. WEST SHORE BLVD.			04/28/2017			EVP&Pres. Outback Steakhouse		
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line)		
TAMPA	FL	33607				X Form filed by One Reporting Person		
(City)	(State)	(Zip)				Form filed by More than One Reporting Person		

**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	04/28/2017		M		35,971	A	\$6.5	66,331	D	
Common Stock	04/28/2017		S		55,971	D	\$21.49 <sup>(1)</sup>	10,360	D	
Common Stock	04/28/2017		S		10,000	D	\$21.43 <sup>(2)</sup>	360	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)	\$6.5	04/28/2017		M		35,971	(3)	04/06/2020	Common Stock	35,971	\$0	6,889	D	
Restricted Stock Units	\$0.0						(4)	(5)	Common Stock	20,200		20,200	D	
Restricted Stock Units	\$0.0						(6)	(5)	Common Stock	25,000		25,000	D	
Restricted Stock Units	\$0.0						(7)	(5)	Common Stock	10,922		10,922	D	
Restricted Stock Units	\$0.0						(8)	(5)	Common Stock	12,500		12,500	D	
Stock Option (right to buy)	\$17.27						(9)	02/24/2027	Common Stock	48,119		48,119	D	
Stock Option (right to buy)	\$17.96						(10)	08/01/2026	Common Stock	100,000		100,000	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)	\$17.8							(11)	03/01/2026	Common Stock	42,056		42,056	D	
Stock Option (right to buy)	\$17.15							(12)	02/25/2026	Common Stock	33,946		33,946	D	
Stock Option (right to buy)	\$24.14							(13)	04/01/2025	Common Stock	100,000		100,000	D	
Stock Option (right to buy)	\$25.36							(14)	02/26/2025	Common Stock	14,706		14,706	D	
Stock Option (right to buy)	\$25.32							(15)	02/27/2024	Common Stock	12,166		12,166	D	
Stock Option (right to buy)	\$18.73							(16)	02/01/2023	Common Stock	75,000		75,000	D	
Stock Option (right to buy)	\$6.5							(16)	09/02/2020	Common Stock	37,140		37,140	D	

**Explanation of Responses:**

- Price reflected is the weighted-average sales price for the shares sold. The shares were sold in multiple transactions, and the range of sale prices for the transaction reported was \$21.460 to \$21.535. The reporting person undertakes to provide to the issuer, or any staff member of the Securities and Exchange Commission, upon request, information regarding the number of shares sold at each separate price.
- Price reflected is the weighted-average sales price for the shares sold. The shares were sold in multiple transactions, and the range of sale prices for the transaction reported was \$21.42 to \$21.44. The reporting person undertakes to provide to the issuer, or any staff member of the Securities and Exchange Commission, upon request, information regarding the number of shares sold at each separate price.
- These stock options are replacement stock options and are fully vested.
- These restricted stock units, in the original grant amount of 20,200, will begin vesting in four equal annual installments on February 24, 2018.
- This field is not applicable.
- These restricted stock units, in the original grant amount of 25,000, will begin vesting in four equal annual installments on August 1, 2017.
- These restricted stock units, in the original grant amount of 14,562, began vesting in four equal annual installments on February 25, 2017.
- These restricted stock units, in the original grant amount of 25,000, began vesting in four equal annual installments on March 12, 2016.
- These stock options, in the original grant amount of 48,119, will begin vesting in four equal annual installments on February 24, 2018.
- These stock options, in the original grant amount of 100,000, will begin vesting in four equal annual installments on August 1, 2017.
- These stock options, in the original grant amount of 42,056, vest on March 1, 2018.
- These stock options, in the original grant amount of 33,946, began vesting in four equal annual installments on February 25, 2017.
- These stock options, in the original grant amount of 100,000, began vesting in four equal annual installments on March 12, 2016.
- These stock options, in the original grant amount of 14,706, began vesting in four equal annual installments on February 26, 2016.
- These stock options, in the original grant amount of 12,166, began vesting in four equal annual installments on February 27, 2015.
- These stock options are fully vested.

**Remarks:**

/s/ Kelly Lefferts, as Attorney-in-Fact    05/01/2017

\*\* 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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