

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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

1. Name and Address of Reporting Person* <u>Schmidt David Peter</u>  (Last) (First) (Middle) 2202 NORTH WEST SHORE BLVD., STE. 500  (Street) TAMPA FL 33607  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Bloomin' Brands, Inc. [ BLMN ]</u>	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) EVP & Pres. Bonefish Grill
	3. Date of Earliest Transaction (Month/Day/Year) 05/01/2018	
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	05/01/2018		M		23,900	A	\$17.8	27,500	D	
Common Stock	05/01/2018		S		23,900	D <sup>(1)</sup>	\$24.25	3,600	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
Stock Option (right to buy)	\$17.8	05/01/2018		M			23,900	(2)	03/01/2026	Common Stock	23,900	\$0	0	D	
Restricted Stock Units	\$0.0 <sup>(3)</sup>							(4)	(5)	Common Stock	7,049		7,049	D	
Restricted Stock Units	\$0.0 <sup>(3)</sup>							(6)	(5)	Common Stock	7,482		7,482	D	
Restricted Stock Units	\$0.0 <sup>(3)</sup>							(7)	(5)	Common Stock	18,750		18,750	D	
Restricted Stock Units	\$0.0 <sup>(3)</sup>							(8)	(5)	Common Stock	1,362		1,362	D	
Restricted Stock Units	\$0.0 <sup>(3)</sup>							(9)	(5)	Common Stock	1,250		1,250	D	
Restricted Stock Units	\$0.0 <sup>(3)</sup>							(10)	(5)	Common Stock	828		828	D	
Restricted Stock Units	\$0.0 <sup>(3)</sup>							(11)	(5)	Common Stock	2,500		2,500	D	
Stock Option (right to buy)	\$24.1							(12)	02/23/2028	Common Stock	16,507		16,507	D	
Stock Option (right to buy)	\$17.27							(13)	02/24/2027	Common Stock	23,763		23,763	D	
Stock Option (right to buy)	\$17.96							(14)	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)	\$17.15							(15)	02/25/2026	Common Stock	8,463		8,463	D	
Stock Option (right to buy)	\$25.36							(16)	02/26/2025	Common Stock	4,000		4,000	D	
Stock Option (right to buy)	\$25.32							(2)	02/27/2024	Common Stock	2,434		2,434	D	
Stock Option (right to buy)	\$17.4							(2)	02/26/2023	Common Stock	4,232		4,232	D	

**Explanation of Responses:**

- Price reflected is the weighted-average sale price for shares sold. The shares were sold in multiple transactions, and the range of sale prices for the transactions reported was \$24.23 to \$24.27. The reporting person undertakes to provide to the issuer, any security holder of 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 fully vested.
- Each restricted stock unit represents a contingent right to receive one share of common stock of the issuer.
- These restricted stock units, in the original grant amount of 7,049, will begin vesting in four equal annual installments on February 23, 2019.
- This field is not applicable.
- These restricted stock units, in the original grant amount of 9,976, began vesting in four equal annual installments on February 24, 2018.
- These restricted stock units, in the original grant amount of 25,000, began vesting in four equal annual installments on August 1, 2017.
- These restricted stock units, in the original grant amount of 2,723, began vesting in four equal annual installments on February 25, 2017.
- These restricted stock units, in the original grant amount of 2,500, began vesting in four equal annual installments on September 1, 2016.
- These restricted stock units, in the original grant amount of 3,310, began vesting in four equal annual installments on February 26, 2016.
- These restricted stock units, in the original grant amount of 10,000, began vesting in four equal annual installments on October 1, 2015.
- These stock options, in the original grant amount of 16,507 will begin vesting in four equal annual installments on February 23, 2019.
- These stock options, in the original grant amount of 23,763, began vesting in four equal annual installments on February 24, 2018.
- These stock options, in the original grant amount of 100,000, began vesting in four equal annual installments on August 1, 2017.
- These stock options, in the original grant amount of 8,463, began vesting in four equal annual installments on February 25, 2017.
- These stock options, in the original grant amount of 4,000, began vesting in four equal annual installments on February 26, 2016.

**Remarks:**

Kelly Lefferts, as Attorney-in-Fact      05/03/2018

\*\* 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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