

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* <u>KADOW JOSEPH JOHN</u>  (Last) (First) (Middle) 2202 NORTH WEST SHORE BLVD SUITE 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) <u>EVP, Chief Legal Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/25/2016</u>	
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								313,717	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)
						Date Exercisable	Expiration Date					
Restricted Stock Units	\$0.0	02/25/2016		A	15,085	(1)	(2)	Common Stock 15,085	\$0	15,085	D	
Stock Option (right to buy)	\$6.5					(3)	04/06/2020	Common Stock 19,810		19,810	D	
Stock Option (right to buy)	\$10.03					(4)	12/09/2021	Common Stock 134,250		134,250	D	
Stock Option (right to buy)	\$17.15	02/25/2016		A	35,165	(5)	02/25/2026	Common Stock 35,165	\$0	35,165	D	
Stock Option (right to buy)	\$17.4					(6)	02/26/2023	Common Stock 30,229		30,229	D	
Stock Option (right to buy)	\$25.32					(7)	02/27/2024	Common Stock 24,331		24,331	D	
Stock Option (right to buy)	\$25.36					(8)	02/26/2025	Common Stock 24,510		24,510	D	

**Explanation of Responses:**

1. These restricted stock units vest in four equal annual installments beginning on February 25, 2017.

2. This field is not applicable.
3. This stock option is a replacement stock option and is fully vested
4. This stock option vests in five equal annual installments beginning on December 9, 2012.
5. This stock option vests in four equal annual installments beginning on February 25, 2017.
6. This stock option vests in four equal annual installments beginning on February 26, 2014.
7. This stock option vests in four equal annual installments beginning on February 27, 2015.
8. This stock option vests in four equal annual installments beginning on February 26, 2016.

**Remarks:**

/s/ Kelly Lefferts, as Attorney-in-Fact 02/29/2016

\*\* 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.

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