

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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* SMITH ELIZABETH A (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 Bloomin' Brands, Inc. [BLMN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chairman and CEO
	3. Date of Earliest Transaction (Month/Day/Year) 02/22/2019	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	02/22/2019		M		28,055 ⁽¹⁾	A	\$0	269,620	D	
Common Stock	02/22/2019		F		7,187 ⁽²⁾	D	\$21.97	262,433	D	
Common Stock	02/22/2019		M		19,824 ⁽¹⁾	A	\$0	282,257	D	
Common Stock	02/22/2019		F		4,844 ⁽²⁾	D	\$21.97	277,413	D	
Common Stock	02/25/2019		M		45,064 ⁽³⁾	A	\$0	322,477	D	
Common Stock	02/25/2019		F		17,714 ⁽⁴⁾	D	\$21.94	304,763	D	
Common Stock	02/25/2019		M		28,002 ⁽¹⁾	A	\$0	332,765	D	
Common Stock	02/25/2019		F		11,019 ⁽²⁾	D	\$21.94	321,746	D	
Common Stock	02/26/2019		M		40,399 ⁽³⁾	A	\$0	362,145	D	
Common Stock	02/26/2019		F		15,898 ⁽⁴⁾	D	\$21.61	346,247	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				
Restricted Stock Units	\$0.0 ⁽⁵⁾	02/22/2019		M		28,055 ⁽⁶⁾		(7)	(8)	Common Stock	28,055	\$0	56,110	D	
Restricted Stock Units	\$0.0 ⁽⁵⁾	02/22/2019		M		19,824 ⁽⁶⁾		(9)	(8)	Common Stock	19,824	\$0	59,472	D	
Restricted Stock Units	\$0.0 ⁽⁵⁾	02/25/2019		M		28,002 ⁽⁶⁾		(10)	(8)	Common Stock	28,002	\$0	28,003	D	
Stock Option (right to buy)	\$24.1							(11)	02/23/2028	Common Stock	185,695		185,695	D	
Stock Option (right to buy)	\$17.27							(12)	02/24/2027	Common Stock	267,327		267,327	D	
Stock Option (right to buy)	\$17.15							(13)	02/25/2026	Common Stock	261,122		261,122	D	
Stock Option (right to buy)	\$25.36							(14)	02/26/2025	Common Stock	220,589		220,589	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)	\$25.32							(15)	02/27/2024	Common Stock	177,940		177,940	D	
Stock Option (right to buy)	\$10.03							(15)	07/01/2021	Common Stock	550,000		550,000	D	
Stock Option (right to buy)	\$6.5							(15)	11/16/2019	Common Stock	544,202		544,202	D	

Explanation of Responses:

- These shares of common stock were acquired upon the vesting and settlement of certain restricted stock units.
- These common shares were delivered to the issuer to pay for the applicable withholding tax due upon vesting of certain restricted stock units.
- Represents shares of common stock acquired upon vesting of certain performance-based share units as a result of achievement of performance goals.
- These shares were withheld by the issuer to pay for the applicable withholding tax due upon vesting of certain performance-based share units.
- Each restricted stock unit represents the contingent right to receive one share of common stock of the issuer upon vesting of the unit.
- These restricted stock units were surrendered in exchange for shares of common stock of the issuer.
- These restricted stock units, in the original grant amount of 112,220, began 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 79,296, began vesting in four equal annual installments on February 23, 2019.
- These restricted stock units, in the original grant amount of 112,010, began vesting in four equal annual installments on February 25, 2017.
- These stock options, in the original grant amount of 185,695, began vesting in four equal annual installments on February 23, 2019.
- These stock options, in the original grant amount of 267,327, began vesting in four equal annual installments on February 24, 2018.
- These stock options, in the original grant amount of 261,122, began vesting in four equal annual installments on February 25, 2017.
- These stock options, in the original grant amount of 220,589, began vesting in four equal annual installments on February 26, 2016.
- These stock options are fully vested.

Remarks:

/s/ Kelly Lefferts, Attorney in Fact 02/26/2019

** 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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