

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* <b>SINGH SUKHDEV</b>  (Last) (First) (Middle) <b>2202 NORTH WEST SHORE BOULEVARD</b> <b>SUITE 500</b>  (Street) <b>TAMPA FL 33607</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>Bloomin' Brands, Inc. [ BLMN ]</b>	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) <b>EVP &amp; CDO</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>02/24/2017</b>	
	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 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	02/25/2017		M		3,547	A	\$0	45,215	D	
Common Stock	02/25/2017		F		971	D	\$0	44,244	D	
Common Stock	02/26/2017		A		988 <sup>(1)</sup>	A	\$17.09	45,232	D	
Common Stock	02/26/2017		F		271 <sup>(2)</sup>	D	\$17.09	44,961	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
Restricted Stock Units	\$0.0	02/24/2017		A		35,537		(3)	(4)	Common Stock	35,537	\$0	35,537	D	
Restricted Stock Units	\$0.0	02/25/2017		M			3,547	(5)	(4)	Common Stock	3,547	\$0	10,641	D	
Stock Option (right to buy)	\$17.27	02/24/2017		A		84,654		(6)	02/24/2027	Common Stock	84,654	\$0	84,654	D	
Restricted Stock Units	\$0.0							(7)	(4)	Common Stock	22,500		22,500	D	
Restricted Stock Units	\$0.0							(8)	(4)	Common Stock	15,000		15,000	D	
Restricted Stock Units	\$0.0							(9)	(4)	Common Stock	10,000		10,000	D	
Stock Option (right to buy)	\$17.8							(10)	03/01/2026	Common Stock	44,393		44,393	D	
Stock Option (right to buy)	\$17.15							(11)	02/25/2026	Common Stock	33,076		33,076	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)	\$25.36							(12)	02/26/2025	Common Stock	16,545	16,545	D	
Stock Option (right to buy)	\$22.09							(13)	02/03/2024	Common Stock	200,000	200,000	D	

**Explanation of Responses:**

1. Represents shares of common stock acquired upon vesting of certain performance-based share units as a result of achievement of performance goals.
2. These shares were withheld by the issuer to pay for the applicable withholding tax due upon vesting of certain performance-based units.
3. These restricted stock units, in the original grant amount of 35,537, will begin vesting in four equal annual installments on February 24, 2018.
4. This field is not applicable.
5. These restricted stock units, in the original grant amount of 14,188, began vesting in four equal annual installments on February 25, 2017.
6. These stock options, in the original grant amount of 84,654, will begin vesting in four equal annual installments on February 24, 2018.
7. These restricted stock units, in the original grant amount of 30,000, began vesting in four equal annual installments on May 4, 2016.
8. These restricted stock units, in the original grant amount of 30,000, began vesting in four equal annual installments on October 1, 2015.
9. These restricted stock units, in the original grant amount of 40,000, began vesting in four equal annual installments on February 3, 2015.
10. These stock options, in the original grant amount of 44,393, will begin vesting in one installment on March 1, 2018.
11. These stock options, in the original grant amount of 33,076, began vesting in four equal annual installments on February 25, 2017.
12. These stock options, in the original grant amount of 16,545, began vesting in four equal annual installments on February 26, 2016.
13. These stock options, in the original grant amount of 200,000, began vesting in four equal annual installments on February 3, 2015.

**Remarks:**

/s/ Kelly Lefferts, as Attorney-in-Fact      02/28/2017

\*\* 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.

**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.**