

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>10/01/2015</b>	
	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	10/01/2015		M		7,500 <sup>(1)</sup>	A	\$0	17,500	D	
Common Stock	10/01/2015		F		2,052 <sup>(2)</sup>	D	\$18.18	15,448	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)
					(A)	(D)	Date Exercisable	Expiration Date					
Restricted Stock Units	\$0.0						(3)	(4)	Common Stock		30,000	D	
Restricted Stock Units	\$0.0	10/01/2015		M		7,500 <sup>(5)</sup>	(6)	(4)	Common Stock	\$0	22,500	D	
Restricted Stock Units	\$0.0						(7)	(4)	Common Stock		30,000	D	
Stock Option (right to buy)	\$22.09						(8)	02/03/2024	Common Stock		200,000	D	
Stock Option (right to buy)	\$25.36						(9)	02/26/2025	Common Stock		16,545	D	

**Explanation of Responses:**

- These shares of common stock were acquired upon the vesting and settlement of certain restricted stock units.
- These shares were withheld by the issuer to pay for the applicable withholding tax due upon vesting of certain restricted stock units.
- These restricted stock units vest in three equal annual installments beginning on February 3, 2016.
- This field is not applicable.
- These restricted stock units were surrendered in exchange for shares of common stock of the issuer.
- These restricted stock units vest in four equal annual installments beginning on October 1, 2015.
- These restricted stock units vest in four equal annual installments beginning on June 1, 2016.
- This stock option vests in four equal annual installments beginning on February 3, 2015.

9. This stock option vests in four equal annual installments beginning on February 26, 2016.

**Remarks:**

/s/ Kelly Lefferts, as Attorney-  
in-Fact 10/02/2015

\*\* 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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