

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**OMB APPROVAL**

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**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

<b>1. Name and Address of Reporting Person*</b> <u>MAHONEY JOHN</u>  (Last) (First) (Middle) <u>2202 NORTH WEST SHORE BLVD</u> <u>SUITE 500</u>  (Street) <u>TAMPA</u> <u>FL</u> <u>33607</u>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>Bloomin' Brands, Inc. [ BLMN ]</u>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> <u>04/21/2017</u>	
		<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>

**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	04/21/2017		M		1,473	A	\$0	17,558	D	
Common Stock	04/21/2017		M		1,992	A	\$0	19,550	D	
Common Stock	04/21/2017		M		1,587	A	\$0	21,137	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		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	\$0.0	04/21/2017		A		5,308	(1)	(2)	Common Stock	5,308	\$0	5,308	D	
Restricted Stock Units	\$0.0	04/21/2017		M		1,992	(3)	(2)	Common Stock	1,992	\$0	3,986	D	
Restricted Stock Units	\$0.0	04/21/2017		M		1,473	(4)	(2)	Common Stock	1,473	\$0	1,473	D	
Restricted Stock Units	\$0.0	04/21/2017		M		1,587	(5)	(2)	Common Stock	1,587	\$0	0	D	

**Explanation of Responses:**

- These restricted stock units, in the original grant amount of 5,308, will begin vesting in three equal annual installments immediately prior to the issuer's annual meeting of stockholders in 2018.
- This field is not applicable.
- These restricted stock units, in the original grant amount of 5,978, will begin vesting in three equal annual installments on April 21, 2017.
- These restricted stock units, in the original grant amount of 4,419, began vesting in three equal annual installments on April 22, 2016.
- These restricted stock units, in the original grant amount of 4,760, began vesting in three equal annual installments on April 29, 2015.

**Remarks:**

Kelly Lefferts, as Attorney-in-Fact 04/24/2017

\*\* 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.

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