

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

1. Name and Address of Reporting Person* <u>Scarlett Gregg</u> (Last) (First) (Middle) <u>2202 N. WEST SHORE BLVD.</u> (Street) <u>TAMPA FL 33607</u> (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 & Pres. Bonefish Grill</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/12/2016</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	03/12/2016		M		6,250 ⁽¹⁾	A	\$0	24,453	D	
Common Stock	03/12/2016		F		1,705 ⁽²⁾	D	\$0	22,748 ⁽³⁾	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						(4)	(5)	Common Stock	14,562		14,562	D	
Restricted Stock Units	\$0.0	03/12/2016		M		6,250 ⁽⁶⁾	03/12/2016 ⁽⁷⁾	(5)	Common Stock	6,250	\$0	18,750	D	
Stock Option (right to buy)	\$6.5						(8)	09/02/2020	Common Stock	37,140		37,140	D	
Stock Option (right to buy)	\$6.5						(9)	04/06/2020	Common Stock	51,360		51,360	D	
Stock Option (right to buy)	\$17.15						(10)	02/25/2026	Common Stock	33,946		33,946	D	
Stock Option (right to buy)	\$17.8						(11)	03/01/2026	Common Stock	42,056		42,056	D	
Stock Option (right to buy)	\$18.73						(12)	02/01/2023	Common Stock	75,000		75,000	D	
Stock Option (right to buy)	\$24.14						(13)	03/12/2025	Common Stock	100,000		100,000	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							(14)	02/27/2024	Common Stock	12,166		12,166	D	
Stock Option (right to buy)	\$25.36							(15)	02/26/2025	Common Stock	14,706		14,706	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.
- Certain of these shares represent restricted stock issued under a Bloomin' Brands, Inc. stock plan and are subject to a risk of forfeiture. Of such shares, 3,125 continue to be subject to forfeiture under that plan as of the date of this filing.
- These restricted stock units vest in four equal annual installments beginning on February 25, 2017.
- 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 March 12, 2016.
- This stock option is fully vested.
- This stock option is a replacement stock option and is fully vested.
- This stock option vests in four equal annual installments beginning on February 25, 2017.
- This stock option vests on March 1, 2018.
- This stock option vests in four equal annual installments beginning on February 1, 2014.
- This stock option vests in four equal annual installments beginning on March 12, 2016.
- This stock option vests in four equal annual installments beginning on February 27, 2015.
- This stock option vests in four equal annual installments beginning on February 26, 2016.

Remarks:

/s/ Kelly Lefferts, as Attorney-in-Fact 03/14/2016

** 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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