

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

Washington, D.C. 20549

**OMB APPROVAL**

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☐ 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*			2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
Scarlett Gregg			Bloomin' Brands, Inc. [ BLMN ]		Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) EVP & Pres. Bonefish Grill	
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year)			
2202 N. WEST SHORE BLVD.			04/13/2016			
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line)	
TAMPA FL 33607					<input checked="" type="checkbox"/> Form filed by One Reporting Person	
(City) (State) (Zip)					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	04/13/2016		F		855 <sup>(1)</sup>	D	\$0	21,893	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					
Restricted Stock Units	\$0.0								(2)	(3)	Common Stock	14,562	14,562	D	
Restricted Stock Units	\$0.0								03/12/2016 <sup>(4)</sup>	(3)	Common Stock	18,750	18,750	D	
Stock Option (right to buy)	\$6.5								(5)	09/02/2020	Common Stock	37,140	37,140	D	
Stock Option (right to buy)	\$6.5								(6)	04/06/2020	Common Stock	51,360	51,360	D	
Stock Option (right to buy)	\$17.15								(7)	02/25/2026	Common Stock	33,946	33,946	D	
Stock Option (right to buy)	\$17.8								(8)	03/01/2026	Common Stock	42,056	42,056	D	
Stock Option (right to buy)	\$18.73								(9)	02/01/2023	Common Stock	75,000	75,000	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)	\$24.14							(10)	03/12/2025	Common Stock	100,000		100,000	D	
Stock Option (right to buy)	\$25.32							(11)	02/27/2024	Common Stock	12,166		12,166	D	
Stock Option (right to buy)	\$25.36							(12)	02/26/2025	Common Stock	14,706		14,706	D	

**Explanation of Responses:**

- These shares were withheld by the issuer to pay for the applicable withholding tax due upon vesting of certain restricted stock.
- These restricted stock units vest in four equal annual installments beginning on February 25, 2017.
- This field is not applicable.
- 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    04/14/2016

\*\* 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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