

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 8-A

**For Registration of Certain Classes of Securities
Pursuant to Section 12(b) or (g) of the
Securities Exchange Act of 1934**

BLOOMIN' BRANDS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State of Incorporation)

20-8023465
(I.R.S. Employer Identification No.)

2202 North West Shore Boulevard, Suite 500
Tampa, Florida
(Address of principal executive offices)

33607
(Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class
to be so registered
Common Stock, \$.01 par value per share

Name of each exchange on which
each class is to be registered
The NASDAQ Stock Market LLC

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following box.

Securities Act registration statement file number to which this form relates (if applicable): **333-180615**

Securities to be registered pursuant to Section 12(g) of the Act: **None**

Item 1. Description of Registrant's Securities to be Registered.

Bloomin' Brands, Inc. (the "Registrant") hereby incorporates by reference the description of its common stock, \$.01 par value per share, to be registered hereunder, contained under the heading "Description of Capital Stock" in the Registrant's Registration Statement on Form S-1 (File No. 333-180615), as originally filed with the Securities and Exchange Commission (the "Commission") on April 6, 2012, as amended (the "Registration Statement"). In addition, all of the above-referenced descriptions included in any prospectus relating to the Registration Statement filed with the Commission pursuant to Rule 424(b) under the Securities Act of 1933, as amended, shall be deemed to be incorporated herein by reference.

Item 2. Exhibits.

Pursuant to the Instructions as to Exhibits, no exhibits are filed herewith or incorporated herein by reference.

Signature

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

Dated: August 3, 2012

Bloomin' Brands, Inc.

By: /s/ David J. Deno

David J. Deno

Executive Vice President and Chief Financial Officer