

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

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden

hours per response: 0.5

☐ 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* <u>Fitzjohn David Roy</u> (Last) (First) (Middle) <u>2202 NORTH WEST SHORE BLVD.</u> <u>STE. 500</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) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>04/22/2016</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	04/22/2016		M		1,587 ⁽¹⁾	A	\$0	3,203.61	D	
Common Stock	04/22/2016		F		477 ⁽²⁾	D	\$0	2,726.61	D	
Common Stock	04/22/2016		M		1,473 ⁽¹⁾	A	\$0	4,199.61	D	
Common Stock	04/22/2016		F		442 ⁽²⁾	D	\$0	3,757.61	D	
Common Stock	04/22/2016		M		361 ⁽¹⁾	A	\$0	4,118.61	D	
Common Stock	04/22/2016		F		109 ⁽²⁾	D	\$0	4,009.61	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				
Restricted Stock Units	(3)	04/22/2016		A		5,978		(4)	(5)	Common Stock	0.0	\$0	5,978	D	
Restricted Stock Units	\$0.0 ⁽³⁾	04/22/2016		M			1,587 ⁽⁶⁾	(4)	(5)	Common Stock	1,587	\$0	1,587	D	
Restricted Stock Units	\$0.0 ⁽³⁾	04/22/2016		M			1,473 ⁽⁶⁾	(4)	(5)	Common Stock	1,473	\$0	2,946	D	
Restricted Stock Units	\$0.0 ⁽³⁾	04/22/2016		M			361 ⁽⁶⁾	(4)	(5)	Common Stock	361	\$0	0	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.
- Each restricted stock unit represents a contingent right to receive one share of common stock of the issuer.
- These restricted stock units vest as to one-third of the number of shares immediately prior to the issuer's annual meeting of stockholders each year following the date of grant.
- This field is not applicable.
- These restricted stock units were surrendered in exchange for shares of common stock of the issuer.

Remarks:

/s/ Kelly Lefferts, as Attorney-
in-Fact 04/26/2016

** 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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