

DineEquity, Inc
Form 4
January 19, 2017

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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
JAKUBEK JOHN

(Last) (First) (Middle)

450 NORTH BRAND
BOULEVARD, 7TH FLOOR

(Street)

GLENDALE, CA 91203

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
DineEquity, Inc [DIN]

3. Date of Earliest Transaction
(Month/Day/Year)
01/17/2017

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP, HUMAN RESOURCES

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ 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 or Price | | |
| COMMON STOCK | 01/17/2017 | | M | | 6,990 A \$ 52.37 13,956 | D | |
| COMMON STOCK | 01/17/2017 | | S | | 6,990 D \$ 74.394 6,966 (1) | D | |
| COMMON STOCK | 01/17/2017 | | M | | 16,838 A \$ 28.21 23,804 | D | |
| COMMON STOCK | 01/17/2017 | | S | | 16,838 D \$ 74.394 6,966 (1) | D | |
| | 01/17/2017 | | M | | 10,488 A \$ 57.21 17,454 | D | |

COMMON
STOCK

| | | | | | | | |
|-----------------|------------|---|--------|---|--------------|-------|---|
| COMMON STOCK | 01/17/2017 | S | 10,488 | D | \$ 74,394 | 6,966 | D |
| | | | | | <u>(1)</u> | | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(9-02)

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 Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title | |
| STOCK OPTION (RIGHT TO BUY) | \$ 52.37 | 01/17/2017 | | M | 6,990 | <u>(2)</u> 02/28/2022 | COMMON STOCK | 6,990 |
| STOCK OPTION (RIGHT TO BUY) | \$ 28.21 | 01/17/2017 | | M | 16,838 | <u>(4)</u> 02/22/2020 | COMMON STOCK | 16,838 |
| STOCK OPTION (RIGHT TO BUY) | \$ 57.21 | 01/17/2017 | | M | 10,488 | <u>(5)</u> 02/28/2021 | COMMON STOCK | 10,488 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

SVP, HUMAN RESOURCES

JAKUBEK JOHN
450 NORTH BRAND BOULEVARD, 7TH FLOOR
GLENDALE, CA 91203

Signatures

/s/ Joanne Wu as attorney-in-fact for John B.
Jakubek

01/19/2017

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
The price reported is the average weighted price. The shares were sold in multiple transactions at prices ranging from \$74.04 to \$74.86,
(1) inclusive. The reporting person undertakes to provide to the SEC, the Issuer and any security holder, the full information regarding the number of shares and the prices at which the shares were sold.
(2) The stock option was granted to the reporting person under the Issuer's 2011 Stock Incentive Plan. The option vested as to one-third of the share on each of February 28, 2013, 2014 and 2015.
(3) Granted as compensation for services.
(4) The stock option was granted to the reporting person under the Issuer's 2001 Stock Incentive Plan. The option vested as to one-third of the shares on each of February 22, 2011, 2012 and 2013.
(5) The stock option was granted to the reporting person under the Issuer's 2001 Stock Incentive Plan. The option vested as to one-third of the shares on each of February 28, 2012, 2013 and 2014.

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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