

DineEquity, Inc  
Form 4  
March 05, 2013

**FORM 4**

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

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**KALVIN GREGGORY**

(Last) (First) (Middle)

**450 NORTH BRAND  
BOULEVARD, 7TH FLOOR**

(Street)

**GLENDAL, CA 91203**

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
**03/01/2013**

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 \_\_\_\_\_ Other (specify  
below) below)

**SVP, CORPORATE CONTROLLER**

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| COMMON<br>STOCK                       | 03/01/2013                              |                                                             | M                                    | 1,349 A                                                                 | \$ 0 11,219                                                                                                        | D                                                                       |                                                                   |
| COMMON<br>STOCK                       | 03/01/2013                              |                                                             | S                                    | 1,349 D                                                                 | \$ 69.71 9,870<br>(1)                                                                                              | D                                                                       |                                                                   |
| COMMON<br>STOCK                       | 03/01/2013                              |                                                             | M                                    | 3,249 A                                                                 | \$ 0 13,119                                                                                                        | D                                                                       |                                                                   |
| COMMON<br>STOCK                       | 03/01/2013                              |                                                             | S                                    | 3,249 D                                                                 | \$ 69.71 9,870<br>(2)                                                                                              | D                                                                       |                                                                   |
|                                       | 03/01/2013                              |                                                             | M                                    | 3,030 A                                                                 | \$ 0 12,900                                                                                                        | D                                                                       |                                                                   |

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COMMON  
STOCK

|                 |            |  |   |       |   |                |       |   |
|-----------------|------------|--|---|-------|---|----------------|-------|---|
| COMMON<br>STOCK | 03/01/2013 |  | S | 3,030 | D | \$ 69.7<br>(3) | 9,870 | D |
|-----------------|------------|--|---|-------|---|----------------|-------|---|

|                 |            |  |   |       |   |                    |       |   |
|-----------------|------------|--|---|-------|---|--------------------|-------|---|
| COMMON<br>STOCK | 03/01/2013 |  | S | 1,468 | D | \$<br>69.77<br>(4) | 8,402 | D |
|-----------------|------------|--|---|-------|---|--------------------|-------|---|

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.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                                        |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|--------------------|---------------------------------------------------------------------|----------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V (A) (D)                                                                                                       | Date<br>Exercisable                                            | Expiration<br>Date | Title                                                               | Amount<br>or<br>Number<br>of<br>Shares |
| STOCK<br>OPTION<br>(RIGHT<br>TO<br>BUY)             | \$ 52.37                                                              | 03/01/2013                              |                                                             | M                                       | 1,349                                                                                                           | <u>(5)</u>                                                     | 02/28/2022         | COMMON<br>STOCK                                                     | 1,349                                  |
| STOCK<br>OPTION<br>(RIGHT<br>TO<br>BUY)             | \$ 28.21                                                              | 03/01/2013                              |                                                             | M                                       | 3,249                                                                                                           | <u>(6)</u>                                                     | 02/22/2020         | COMMON<br>STOCK                                                     | 3,249                                  |
| STOCK<br>OPTION<br>(RIGHT<br>TO<br>BUY)             | \$ 57.21                                                              | 03/01/2013                              |                                                             | M                                       | 3,030                                                                                                           | <u>(7)</u>                                                     | 02/28/2021         | COMMON<br>STOCK                                                     | 3,030                                  |

## Reporting Owners

| Reporting Owner Name / Address                                                   | Relationships |           |                              |       |
|----------------------------------------------------------------------------------|---------------|-----------|------------------------------|-------|
|                                                                                  | Director      | 10% Owner | Officer                      | Other |
| KALVIN GREGGORY<br>450 NORTH BRAND BOULEVARD, 7TH<br>FLOOR<br>GLENDALE, CA 91203 |               |           | SVP, CORPORATE<br>CONTROLLER |       |

## Signatures

/s/ Kisha L. Parker as attorney-in-fact for Gregory  
Kalvin

03/05/2013

\_\_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).

(1) The price reported is the average weighted price. The shares were sold in multiple transactions at prices ranging from \$69.45 to \$69.92, inclusive. The reporting person undertakes to provide to the SEC, the issuer and any security holder full information regarding the number of shares and the prices at which the shares were sold.

(2) The price reported is the average weighted price. The shares were sold in multiple transactions at prices ranging from \$69.41 to \$70.09, inclusive. The reporting person undertakes to provide to the SEC, the issuer and any security holder full information regarding the number of shares and the prices at which the shares were sold.

(3) The price reported is the average weighted price. The shares were sold in multiple transactions at prices ranging from \$69.21 to \$70.05, inclusive. The reporting person undertakes to provide to the SEC, the issuer and any security holder full information regarding the number of shares and the prices at which the shares were sold.

(4) The price reported is the average weighted price. The shares were sold in multiple transactions at prices ranging from \$69.44 to \$69.99, inclusive. The reporting person undertakes to provide to the SEC, the issuer and any security holder full information regarding the number of shares and the prices at which the shares were sold.

(5) This option was granted to the reporting person under the DineEquity, Inc. 2011 Stock Incentive Plan on February 28, 2012. This option to purchase 4,047 shares of common stock vests as to one-third of the shares on each of February 28, 2013, 2014 and 2015.

(6) This option was granted to the reporting person under the IHOP Corp. 2001 Stock Incentive Plan on February 22, 2010. This option to purchase 9,748 shares of common stock vested as to one-third of the shares on each of February 22, 2011, 2012 and 2013.

(7) This option was granted to the reporting person under the IHOP Corp. 2001 Stock Incentive Plan on February 28, 2011. This option to purchase 4,545 shares of common stock vests 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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