

DineEquity, Inc
Form 4
March 01, 2016

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 *
KALVIN GREGGORY

(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)
02/26/2016

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, 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 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 (D) or Price | | |
| COMMON STOCK | 02/26/2016 | | A | | 817 ⁽¹⁾ A \$ 0 ⁽²⁾ | 3,609 | D |
| COMMON STOCK | 02/26/2016 | | F | | 513 ⁽³⁾ D \$ 90.9 | 3,096 | D |
| COMMON STOCK | 02/29/2016 | | S | | 743 D \$ 90.983 ⁽⁴⁾ | 2,353 | D |
| COMMON STOCK | 02/29/2016 | | M | | 866 A \$ 72.28 | 3,219 | D |
| COMMON STOCK | 02/29/2016 | | S | | 866 D \$ 90.964 | 2,353 | D |

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(5)

COMMON STOCK 02/29/2016 M 839 A \$ 81.57 3,192 D

COMMON STOCK 02/29/2016 S 839 D \$ 90.969 2,353 D
(6)

COMMON STOCK 4,300.727 I BY TRUST (7)

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

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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 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) | \$ 90.9 | 02/26/2016 | | A | 5,646 | <u>(8)</u> 02/26/2026 | COMMON STOCK | 5,646 |
| STOCK OPTION (RIGHT TO BUY) | \$ 72.28 | 02/29/2016 | | M | 866 | <u>(9)</u> 02/26/2023 | COMMON STOCK | 866 |
| STOCK OPTION (RIGHT TO BUY) | \$ 81.57 | 02/29/2016 | | M | 839 | <u>(10)</u> 02/25/2024 | COMMON STOCK | 839 |

Reporting Owners

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

Signatures

/s/ Bryan R. Adel as attorney-in-fact for Gregory
Kalvin

03/01/2016

**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) Represents shares of restricted stock that will vest on February 26, 2019.

(2) Granted as compensation for services.

(3) These shares were withheld to satisfy the withholding obligations of the reporting person with respect to the vesting on February 26, 2016 of 1,256 shares of restricted stock held by the reporting person.

(4) The price reported is the average weighted price. The shares were sold in multiple transactions at prices ranging from \$90.97 to \$90.99, 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) The price reported is the average weighted price. The shares were sold in multiple transactions at prices ranging from \$90.95 to \$91.01, 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.

(6) The price reported is the average weighted price. The shares were sold in multiple transactions at prices ranging from \$90.96 to \$90.99, 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.

(7) The reporting person is the joint trustee and beneficiary of the Calvin Family Trust.

(8) This option to purchase 5,646 shares of common stock will vest as to one-third of the shares on each of February 26, 2017, 2018 and 2019.

(9) This option was granted to the reporting person under the DineEquity, Inc. 2011 Stock Incentive Plan on February 26, 2013. This option to purchase 2,598 shares of common stock vests as to one-third of the shares on each of February 26, 2014, 2015 and 2016.

(10) This option was granted to the reporting person under the DineEquity, Inc. 2011 Stock Incentive Plan on February 25, 2014. This option to purchase 2,517 shares of common stock vests as to one-third of the shares on each of February 25, 2015, 2016 and 2017.

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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