

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

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>Joyce Stephen P</u> (Last) (First) (Middle) 450 NORTH BRAND BOULEVARD, 7TH FLOOR (Street) GLENDALE CA 91203 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>DineEquity, Inc [DIN]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chief Executive Officer
	3. Date of Earliest Transaction (Month/Day/Year) 09/12/2017	
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			

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
RESTRICTED STOCK UNITS	(1)	09/12/2017		A		75,000		(1)	(1)	COMMON STOCK	75,000	\$0.00 ⁽²⁾	75,000	D	
RESTRICTED STOCK UNITS	(3)	09/12/2017		A		175,000		(3)	(3)	COMMON STOCK	175,000	\$0.00 ⁽²⁾	175,000	D	
STOCK OPTION (RIGHT TO BUY)	\$40.58	09/12/2017		A		350,000		(4)	02/01/2031	COMMON STOCK	350,000	\$0.00 ⁽²⁾	350,000	D	

Explanation of Responses:

- On September 12, 2017, the reporting person was granted 75,000 restricted stock units pursuant to an Employment Agreement between the reporting person and the Issuer. Per the terms of the Employment Agreement, the 75,000 restricted stock units will be settled in shares of common stock on February 1, 2021, subject to the reporting person's continued service with the Issuer through the vesting date.
- Granted as compensation for services.
- On September 12, 2017, the reporting person was granted 175,000 restricted stock units pursuant to an Employment Agreement between the reporting person and the Issuer. Per the terms of the Employment Agreement, the 175,000 restricted stock units will be settled in shares of common stock to the extent the reporting person achieves certain performance criteria and subject to the reporting person's continued service with the Issuer through the vesting date of February 1, 2021.
- Pursuant to an Employment Agreement between the reporting person and the Issuer, this option to purchase 350,000 shares of common stock will vest to the extent the reporting person achieves certain performance criteria and subject to the reporting person's continued service with the Issuer through the vesting date of February 1, 2021.

Remarks:

/s/ Bryan R. Adel as attorney-in-fact for Stephen P. Joyce 09/12/2017

** 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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