DAHL RICHARD J Form 4 March 11, 2013

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

**OMB APPROVAL** 

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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

1(b).

(City)

(State)

(Zip)

(Print or Type Responses)

may continue.

See Instruction

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading DAHL RICHARD J Issuer Symbol DineEquity, Inc [DIN] (Check all applicable) (First) (Middle) 3. Date of Earliest Transaction (Last) (Month/Day/Year) X\_ Director 10% Owner Other (specify Officer (give title 450 NORTH BRAND 03/07/2013 below) BOULEVARD, 7TH FLOOR (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting GLENDALE, CA 91203

(City)	(State) (Z	ip) Table	I - Non-De	rivative Se	curiti	es Acqui	red, Disposed of,	or Beneficiall	y 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)		(A) or (D) Price		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)
COMMON STOCK	03/07/2013		M	10,000	A	\$ 35.79	44,200	I	By trust (1)
COMMON STOCK	03/07/2013		M	2,500	A	\$ 48.09	46,700	I	By trust

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

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# 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. Transactio Code (Instr. 8)	5. Number of orDerivative 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
STOCK OPTION (RIGHT TO BUY)	\$ 35.79	03/07/2013		M	10,000	(2)	02/02/2014	COMMON STOCK	10,000
STOCK OPTION (RIGHT TO BUY)	\$ 48.09	03/07/2013		M	2,500	(3)	03/01/2015	COMMON STOCK	2,500

# **Reporting Owners**

Reporting Owner Name / Address	Relationships				
reporting owner runner runners	Director	10% Owner	Officer	Other	
DAHL RICHARD J 450 NORTH BRAND BOULEVARD, 7TH FLOOR GLENDALE, CA 91203	X				

# **Signatures**

/s/ Kisha L. Parker, as attorney-in-fact for Richard J.
Dahl 03/11/2013

\*\*Signature of Reporting Person

### **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) Shares held by Richard James Dahl as trustee for the Richard J. Dahl Revocable Living Trust dated 01/20/1995.
- (2) The stock option was granted under the IHOP Corp. 2001 Stock Incentive Plan. This option to purchase 15,000 shares vested as to one-third of the shares on each of February 2, 2005, 2006 and 2007.
- (3) The stock option was granted under the DineEquity, Inc. 2005 Stock Incentive Plan for Non-Employee Directors. This option to purchase 2,500 shares vested as to one-third of the shares on each of March 1, 2006, 2007 and 2008.

Date

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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