

Joyce Stephen P
 Form 4
 July 09, 2018

FORM 4

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

OMB APPROVAL

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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 *
 Joyce Stephen P

(Last) (First) (Middle)
 450 NORTH BRAND
 BOULEVARD, 7TH FLOOR
 (Street)

GLENDALE, CA 91203

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 Dine Brands Global, Inc. [DIN]

3. Date of Earliest Transaction
 (Month/Day/Year)
 07/06/2018

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)
 Chief Executive Officer

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 Ownership Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Code V Amount (D) Price | | |

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 | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|--|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|
|--|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|

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| | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) Code | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | V | (A) | (D) | Date Exercisable | Expiration Date | Title |
|---|------------------------------|------------------|-----------------|--|---|-----|-----|------------------|-----------------|--------------|
| | | | | | | | | (1) | (1) | (2) |
| RESTRICTED STOCK UNITS (DIVIDEND EQUIVALENT RIGHTS) | (1) | 07/06/2018 | A | 1,550.424 | | | | (1) | (1) | COMMON STOCK |
| RESTRICTED STOCK UNITS (DIVIDEND EQUIVALENT RIGHTS) | (2) | 07/06/2018 | A | 664.467 | | | | (2) | (2) | COMMON STOCK |
| RESTRICTED STOCK UNITS (DIVIDEND EQUIVALENT RIGHTS) | (3) | 07/06/2018 | A | 18.103 | | | | (3) | (3) | COMMON STOCK |
| RESTRICTED STOCK UNITS (DIVIDEND EQUIVALENT RIGHTS) | (4) | 07/06/2018 | A | 11.154 | | | | (4) | (4) | COMMON STOCK |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Joyce Stephen P 450 NORTH BRAND BOULEVARD, 7TH FLOOR GLENDALE, CA 91203 | X | | Chief Executive Officer | |

Signatures

/s/ Joanne Wu as attorney-in-fact for Stephen P. Joyce
 **Signature of Reporting Person
 Date 07/09/2018

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) As previously reported, the reporting person was granted 175,000 restricted stock units on September 12, 2017 that will vest on February 1, 2021 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. Dividend equivalent rights accrued on the previously reported restricted stock units and will vest proportionately with the restricted stock units to which they relate. Each dividend equivalent right is the economic equivalent of one share

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of common stock.

- (2) As previously reported, the reporting person was granted 75,000 restricted stock units on September 12, 2017 that will vest on February 1, 2021, subject to the reporting person's continued service with the Issuer through the vesting date. Dividend equivalent rights accrued on the previously reported restricted stock units and will vest proportionately with the restricted stock units to which they relate. Each dividend equivalent right is the economic equivalent of one share of common stock.

- (3) As previously reported, the reporting person was granted restricted stock units on March 3, 2017 that will vest on March 3, 2020. Dividend equivalent rights accrued on the previously reported restricted stock units and will vest proportionately with the restricted stock units to which they relate. Each dividend equivalent right is the economic equivalent of one share of common stock.

- (4) As previously reported, the reporting person was granted restricted stock units on February 26, 2016 that will vest on February 26, 2019. Dividend equivalent rights accrued on the previously reported restricted stock units and will vest proportionately with the restricted stock units to which they relate. Each dividend equivalent right is the economic equivalent of one share of common stock.

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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