SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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Johns Jay D. (M			2. Date of Event Requiring State (Month/Day/Yea 06/13/2019	ment	3. Issuer Name <b>and</b> Ticker or Trading Symbol Dine Brands Global, Inc. [ DIN ]							
(Last) (First) (Middle) 450 NORTH BRAND BLVD.					4. Relationship of Reporting Perso (Check all applicable) Director		on(s) to Issuer 10% Owner		5. If Amendment, Date of Original Filed (Month/Day/Year)			
					X Officer below)	Other (specify below)		6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street)					President, IHOP Business Unit				X Form filed by One Reporting Person			
GLENDALE	LENDALE CA 91203							Form filed by More than One Reporting Person				
(City)	(State)	(Zip)										
Table I - Non-Derivative Securities Beneficially Owned												
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr. 4)				4. Nature of Indirect Beneficial Ownership (Instr. 5)			
COMMON STOCK					4,290(1)		D					
COMMON STOCK					5,637				Shares held by the Jay D. Johns Revocable Trust created on 9/20/2013			
Table II - Derivative Securities Beneficially Owned   (e.g., puts, calls, warrants, options, convertible securities)												
			2. Date Exercisable and Expiration Date (Month/Day/Year)		d 3. Title and Amount of Securi Underlying Derivative Securit			4. Conversion or Exercise Price of		5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiration Date	Title		Amount or Number of Shares	or Security Number		Direct (D) or Indirect (I) (Instr. 5)		
STOCK OPTI	STOCK OPTION (RIGHT TO BUY)		(2)	02/24/2025	COMMON STOCK		3,184	113.72		D		
STOCK OPTI	TOCK OPTION (RIGHT TO BUY)		(3)	02/26/2026	COMMON STOCK		7,528	90.9		D		
STOCK OPTION (RIGHT TO BUY)		(4)	03/03/2027	7 COMMON STOCK		25,579	53.49		D			
STOCK OPTION (RIGHT TO BUY)		(5)	02/22/2028	8 COMMON STOCK		7,222	68.8		D	1		
STOCK OPTION (RIGHT TO BUY)		(6)	02/25/2029	29 COMMON STOCK		5,039	98.97		D			

Explanation of Responses:

1. Includes 1,084 restricted stock awards that will vest on 2/25/2022, 1,200 restricted stock awards that will vest on 2/22/2021 and 2,006 restricted stock awards that will vest on 3/3/2020.

2. This option to purchase shares of common stock vested as to one-third on each of February 24, 2016, 2017 and 2018.

3. This option to purchase shares of common stock vested as to one-third on each of February 26, 2017, 2018 and 2019.

4. This option to purchase shares of common stock vested as to one-third on each of March 3, 2018 and 2019 and will vest as to one-third on March 3, 2020.

5. This option to purchase shares of common stock vested as to one-third on February 22, 2019 and will vest as to one-third on each of February 22, 2020 and 2021.

6. This option to purchase shares of common stock will vest as to one-third on each of February 25, 2020, 2021 and 2022.

**Remarks:** 

## /s/ Joanne Wu as attorney-infact for Jay D. Johns

06/14/2019

\*\* 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 5 (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.

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 Number.

Know all by these presents that the undersigned hereby constitutes and appoints each of Bryan R. Adel, Christine Son and Joanne Wu signing singly, the undersigned's true and lawful attorney in fact to:

(1) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or any rule or regulation of the SEC;

(2) prepare and execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of DineEquity, Inc. (the "Corporation"), Forms 3, 4, and 5 (and any amendments thereto) in accordance with Section 16(a) of the Exchange Act and the rules thereunder;

(3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any stock exchange or similar authority; and

(4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney in fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney in fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney in fact may approve in such attorney in fact's discretion.

The undersigned hereby grants to each such attorney in fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney in fact, or such attorney in fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys in fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Corporation assuming, any of the undersigned's responsibilities to comply with Section 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Corporation, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys in fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 4th day of June, 2019.

X /s/ Jay D. Johns Name: Jay D. Johns