FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington,	D.C.	20549
vvasiiiigton,	D.C.	20049

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB AF	PPROVAL
OMB Number:	3235-0287

Estimated average burden

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instruc	tion I(b).			FIIE	or Se	ection 30	ction (h) of	16(a) of the the Investm	ent Cor	npany .	Act of 194	0 1934	+						
				Issuer Name <b>and</b> Ticker or Trading Symbol ine Brands Global, Inc. [ DIN ]							(Ch	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner							
					Date of Earliest Transaction (Month/Day/Year) /30/2022								Officer (give title Other (specify below) below)						
(Street) NEW YORK NY 10017					Amendment, Date of Original Filed (Month/Day/Year)						Line	6. Individual or Joint/Group Filing (Check Applicable Line)     Form filed by One Reporting Person     X Form filed by More than One Reporting Person							
(City)	(5	State)	(Zip)											X Form filed by More than One Reporting Per					13011
		7	Γable I - No	n-Deriv	ative S	Securi	ties	Acquire	d, Dis	pose	d of, or	Bene	ficially	Ow	ned				
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Ye				Execution Date, ay/Year) if any		ate, Tran	Transaction Dispo		ecurities Acquired (A) cosed Of (D) (Instr. 3, 4			) Se Be Ov	Amount of curities eneficially when Followin	F	6. Ownershi Form: Direc (D) or Indire (I) (Instr. 4)	Indirect Benefic Owners	7. Nature of Indirect Beneficial Ownership		
									v	Amou	ount (A) or (D)		Price	Tra	eported ransaction(s) nstr. 3 and 4)			(Instr. 4	<u>"                                    </u>
			Table II -	Deriva (e.g., p	tive Se	ecurition	es A arra	cquired, nts, opti	Dispo	osed onve	of, or E	enefi ecurit	cially (	Owne	ed				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Dat if any (Month/Day/Ye	Cod	saction e (Instr.	of Ex		Expiration	Date Exercisable an piration Date onth/Day/Year)		7. Title ar of Securi Underlyin Derivativ (Instr. 3 a	ties 1g e Securi	Deri Seci		ve derivative Securities	, C	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Cod	e V	(A)	(D)	Date Exercisable		ration	Title	Amou or Numb of Share	er						
Restricted Stock Units (Dividend Equivalent Rights)	(1)	09/30/2022		<b>A</b> <sup>(1)</sup>	)	12.192		(1)		1)	Common Stock	12.1	92	\$0	1,531.68	3	I	See Footnot (4)(5)	es <sup>(2)(3)</sup>
	nd Address of	Reporting Person*																	
(Last) ONE VA	NDERBIL	(First) Γ AVENUE, 261	(Middle	···															
(Street) NEW YO	ORK	NY	10017	1															
(City)		(State)	(Zip)			-													

Coral Rock Investments, L.P.

1. Name and Address of Reporting Person\*

**DELL MICHAEL S** 

ONE DELL WAY

ROUND ROCK

(First)

ONE VANDERBILT AVENUE, 26TH FLOOR

NY

(State)

(First)

TX

(Middle)

10017

(Zip)

(Middle)

78682

(Zip)

(Last)

(Street) **NEW YORK** 

(City)

(Last)

(Street)

- 1. As previously reported, Howard M. Berk was granted Restricted Stock Units ("RSUs") on March 4, 2022 that will vest on March 4, 2023. Dividend equivalent rights accrued on the previously reported RSUs and will vest proportionately with the RSUs to which they relate. Each dividend equivalent right is the economic equivalent of one share of common stock.
- 2. This statement is jointly filed by and on behalf of each of MSD Capital, L.P. ("MSD Capital"), Coral Rock Investments, L.P. ("Coral Rock") and Michael S. Dell. MSD Capital is the general partner of Coral Rock and may be deemed to beneficially own securities owned by Coral Rock. MSD Capital Management LLC ("MSD Capital Management") is the general partner of MSD Capital and may be deemed to beneficially own securities owned by MSD Capital. Each of Gregg Lemkau and Marc R. Lisker is a manager of MSD Capital Management and may be deemed to beneficially own securities owned by MSD Capital Management and may be deemed to beneficially own securities owned by MSD Capital Management. Michael S. Dell is the controlling member of MSD Capital Management and may be deemed to beneficially own securities owned by MSD Capital Management. Each of Messrs. Dell, Lemkau and Lisker disclaims beneficial ownership of such securities except to the extent of any pecuniary interest therein. [footnote cont']
- 3. [continuation] Mr. Berk is a representative of MSD Capital and each reporting person may be deemed to beneficially own securities owned by Mr. Berk.
- 4. Each reporting person states that neither the filing of this statement nor anything herein shall be deemed an admission that such person is, for purposes of Section 16 of the Securities Exchange Act of 1934, as amended (the "Act"), or otherwise, the beneficial owner of any securities covered by this statement. Each reporting person disclaims beneficial ownership of the securities covered by this statement, except to the extent of the pecuniary interest of such person in such securities.
- 5. Each reporting person may be deemed to be a member of a group with respect to the issuer or securities of the issuer for purposes of Section 13(d) or 13(g) of the Act. Each reporting person declares that neither the filing of this statement nor anything herein shall be construed as an admission that such person is, for the purposes of Section 13(d) or 13(g) of the Act or any other purpose, a member of a group with respect to the issuer or securities of the issuer.

MSD Capital, L.P. By: MSD Capital Management LLC Its: 10/04/2022 General Partner By: /s/ Marc R. Lisker Title: Manager Coral Rock Investments, L.P. By: MSD Capital, L.P. Its: General Partner By: MSD 10/04/2022 Capital Management LLC Its: General Partner By: /s/ Marc R. Lisker Title: Manager Michael S. Dell By: /s/ Marc R. 10/04/2022 Lisker Title: Attorney-in-Fact \*\* Signature of Reporting Person

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

- $^{\star}$  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.

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.