

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

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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

1. Name and Address of Reporting Person* <u>Joyce Stephen P</u> <hr/> (Last) (First) (Middle) 450 NORTH BRAND BOULEVARD, 7TH FLOOR <hr/> (Street) GLENDALE CA 91203 <hr/> (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) <u>Chief Executive Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) 01/12/2018	
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	Amount or Number of Shares				
RESTRICTED STOCK UNITS (DIVIDEND EQUIVALENT RIGHTS)	(1)	01/12/2018		A		3,246.084		(1)	(1)	COMMON STOCK	3,246.084	\$0.00	182,014.956	D	
RESTRICTED STOCK UNITS (DIVIDEND EQUIVALENT RIGHTS)	(2)	01/12/2018		A		1,391.179		(2)	(2)	COMMON STOCK	1,391.179	\$0.00	78,006.41	D	
RESTRICTED STOCK UNITS (DIVIDEND EQUIVALENT RIGHTS)	(3)	01/12/2018		A		37.902		(3)	(3)	COMMON STOCK	37.902	\$0.00	2,125.245	D	
RESTRICTED STOCK UNITS (DIVIDEND EQUIVALENT RIGHTS)	(4)	01/12/2018		A		23.353		(4)	(4)	COMMON STOCK	23.353	\$0.00	1,309.431	D	
RESTRICTED STOCK UNITS (DIVIDEND EQUIVALENT RIGHTS)	(5)	01/12/2018		A		19.381		(5)	(5)	COMMON STOCK	19.381	\$0.00	1,086.707	D	

**Explanation of Responses:**

- 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 of common stock.
- 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.
- 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.
- 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.
- As previously reported, the reporting person was granted restricted stock units on February 24, 2015 that will vest on February 24, 2018. 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.

**Remarks:**

/s/ Joanne Wu as attorney-in-fact for Stephen P. Joyce 01/17/2018

\*\* 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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