FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Machinatan	D C	20540
Washington,	D.C.	20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

10% Owner

below)

6. Ownership Form: Direct (D) or Indirect

(I) (Instr. 4)

10. Ownership

Form: Direct (D)

(I) (Instr. 4)

Other (specify

7. Nature of

Beneficial

Ownership (Instr. 4)

11. Nature of Indirect Beneficial

Ownership (Instr.

See Footnotes<sup>(2)(3)</sup>
(4)(5)

5. Relationship of Reporting Person(s) to Issuer

6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person

Officer (give title

(Check all applicable)

5. Amount of Securities

Reported

Beneficially Owned Following

9. Number of derivative

Securities

Owned Following Reported

Transaction(s) (Instr. 4)

1,508.122

Beneficially

Transaction(s)

(Instr. 3 and 4)

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*  MSD CAPITAL L P					2. Issuer Name and Ticker or Trading Symbol Dine Brands Global, Inc. [ DIN ]								5. Relationship (Check all applic				
(Last) (First) (Middle) ONE VANDERBILT AVENUE, 26TH FLOOR					3. Date of Earliest Transaction (Month/Day/Year) 04/01/2022										officer elow)		
(Street)			4	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or C					
NEW YO	ORK N	NY	10017												X	Form X Form	
(City)	(:	State)	(Zip)														
1 Title of	Security (Inc		able I - Nor	1-Deriv			2A. D			uired 3.	, Disp	_					
1. Title of Security (Instr. 3)			Date		y/Year)	Execution		Date,	Trans	ransaction Dispose Office Dispose Disp		Securities Acquired ( sposed Of (D) (Instr. 3			5. Amou Securiti Benefici Owned		
									Code		v	Amount		(A) or (D)	Price	Rep Trar (Ins	
			Table II -											Benefici securitie		vne	d
Derivative   Conversion   Date		3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date if any (Month/Day/Ye	e, 4. Tra	4. Transaction Code (Instr.		5. Number 6. Date of Expira		te Exercisable and ration Date th/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)		9. N deri Sec Ben Owi Foll Rep Trar (Ins		
				Co	de	v	(A)	(D)	Date Exerc	isable	Expiration Date		Title	Amount or Number of Shares			
Restricted Stock Units (Dividend Equivalent Rights)	(1)	04/01/2022		A <sup>(</sup>	(1)		9.122		(1)		(1)		Common Stock	9.122	\$0		1
ı	nd Address o	f Reporting Person*		,					,		,						
(Last) ONE VA	ANDERBIL	(First) T AVENUE, 26	(Middle	e)													
(Street) NEW Y	ORK	NY	10017	1													
(City)		(State)	(Zip)														
ı		f Reporting Person* estments, L.P.															
(Last) 645 FIF	ΓΗ AVENU	(First) JE, 21ST FLOOI	(Middle	<del>)</del> )													
(Street) NEW Y	ORK	NY	10022														
(City)		(State)	(Zip)														
	nd Address o	f Reporting Person $^*$ $\overline{\mathrm{EL}\;\mathbf{S}}$															
(Last)	ELL WAY	(First)	(Middle	e)													
(Street)	ROCK	TX	78682														
(City)		(State)	(Zip)														

## **Explanation of Responses:**

- 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 John C. Phelan and Marc R. Lisker is a manager of MSD Capital Management and may be deemed to beneficially own securities owned by MSD Capital Management. Each of Messrs. Dell, Phelan 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 partner 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 filling 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: 04/04/2022 General Partner By: /s/ Marc R. Lisker Tit<u>le: Manager</u> Coral Rock Investments, L.P. By: MSD Capital, L.P. Its: General Partner By: MSD 04/04/2022 Capital Management LLC Its: General Partner By: /s/ Marc R. Lisker Title: Manager

Michael S. Dell By: /s/ Marc R.

04/04/2022 Lisker Title: Attorney-in-Fact

\*\* 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.

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.