



**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 Underlying Securities (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 of Derivative Security: 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	(4)	03/01/2011		A		1,773		(4)	(4)	Common Stock	1,773	\$ 0	1,773	I	See Footnotes (1) (2) (3) (4)

**1. Name and Address of Reporting Person \***  
**MSD CAPITAL L P**

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(Last) (First) (Middle)  
**645 FIFTH AVENUE, 21ST FLOOR**

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(Street)  
**NEW YORK NY 10022**

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(City) (State) (Zip)

**1. Name and Address of Reporting Person \***  
**MSD SBI LP**

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(Last) (First) (Middle)  
**645 FIFTH AVENUE, 21ST FLOOR**

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(Street)  
**NEW YORK NY 10022**

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(City) (State) (Zip)

**1. Name and Address of Reporting Person \***  
**DELL MICHAEL S**

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(Last) (First) (Middle)  
**C/O MSD CAPITAL, L.P., 645 FIFTH AVENUE, 21ST FLOOR**

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(Street)  
**NEW YORK NY 10022**

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(City) (State) (Zip)

**Explanation of Responses:**

- This statement is jointly filed by and on behalf of each of MSD Capital, L.P., MSD SBI, L.P. and Michael S. Dell. MSD Capital is the general partner of MSD SBI and may be deemed to beneficially own securities owned by MSD SBI. MSD Capital Management LLC is the general partner of MSD Capital and may be deemed to beneficially own securities owned by MSD Capital. 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 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 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.
- 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.

4. On March 1, 2011, the issuer granted to Howard M. Berk 1,773 Restricted Stock Units ("RSUs") all of which will be settled upon vesting in cash. The RSUs are subject to forfeiture and restrictions and will vest on March 1, 2014 if Mr. Berk continues to serve as a member of the issuer's board of directors until such date. Mr. Berk is an employee of MSD Capital and each reporting person may be deemed to beneficially own securities owned by Mr. Berk.

**Remarks:**

Exhibit Index

Exhibit 24.1 - Power of Attorney (incorporated herein by reference to Exhibit 24.1 to the Schedule 13G relating to the common units of Atlas Energy, L.P. filed February 22, 2011 by MSD Capital, MSD Energy Investments, L.P. and Michael S. Dell with the Securities and Exchange Commission)

Exhibit 99.1 - Joint Filer Information (furnished herewith)

Exhibit 99.2 - Joint Filing Agreement (furnished herewith)

MSD Capital, L.P., By:  
MSD Capital Management  
LLC, Its: General Partner,  
By: /s/ Marc R. Lisker, 03/03/2011  
Name: Marc R. Lisker,  
Title: Manager and General  
Counsel

MSD SBI, L.P., By: MSD  
Capital, L.P., Its: General  
Partner, By: MSD Capital  
Management LLC, Its:  
General Partner, By: /s/ 03/03/2011  
Marc R. Lisker, Name:  
Marc R. Lisker, Title:  
Manager and General  
Counsel

Michael S. Dell, By: /s/  
Marc R. Lisker, Name: 03/03/2011  
Marc R. 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.**

## JOINT FILER INFORMATION

## Other Reporting Person(s)

## 1. MSD SBI, L.P.

Item	Information
Name:	MSD SBI, L.P.
Address:	645 Fifth Avenue, 21st Floor, New York, New York 10022
Designated Filer:	MSD Capital, L.P.
Date of Event Requiring Statement (Month/Day/Year):	March 1, 2011
Issuer Name and Ticker or Trading Symbol:	DineEquity, Inc. [DIN]
Relationship of Reporting Person(s) to Issuer:	10% Owner
If Amendment, Date Original Filed (Month/Day/Year):	Not Applicable
Individual or Joint/Group Filing:	Form filed by More than One Reporting Person
Signature:	By: MSD Capital, L.P. Its: General Partner  By: MSD Capital Management LLC Its: General Partner  By: <u>/s/ Marc R. Lisker</u> Name: Marc R. Lisker Title: Manager and General Counsel Date: March 3, 2011

## 2. MICHAEL S. DELL

Item	Information
Name:	Michael S. Dell

Address: c/o MSD Capital, L.P., 645 Fifth Avenue, 21st Floor, New York, New York 10022

Designated Filer: MSD Capital, L.P.

Date of Event Requiring  
Statement (Month/Day/Year): March 1, 2011

Issuer Name and Ticker or  
Trading Symbol: DineEquity, Inc. [DIN]

Relationship of Reporting  
Person(s) to Issuer: 10% Owner

If Amendment, Date Original  
Filed (Month/Day/Year): Not Applicable

Individual or Joint/Group Filing: Form filed by More than One Reporting Person

Signature:

By: /s/ Marc R. Lisker

Name: Marc R. Lisker

Title: Attorney-in-Fact

Date: March 3, 2011

**JOINT FILING AGREEMENT**

**March 3, 2011**

Pursuant to and in accordance with the Securities Exchange Act of 1934, as amended (the "**Exchange Act**"), and the rules and regulations thereunder, each party hereto hereby agrees to the joint filing, on behalf of each of them, of any filing required by such party under Section 13 or Section 16 of the Exchange Act or any rule or regulation thereunder (including any amendment, restatement, supplement, and/or exhibit thereto) with the Securities and Exchange Commission (and, if such security is registered on a national securities exchange, also with the exchange), and further agrees to the filing, furnishing, and/or incorporation by reference of this agreement as an exhibit thereto. This agreement shall remain in full force and effect until revoked by any party hereto in a signed writing provided to each other party hereto, and then only with respect to such revoking party.

IN WITNESS WHEREOF, each party hereto, being duly authorized, has caused this agreement to be executed and effective as of the date first written above.

Date: March 3, 2011

**MSD CAPITAL, L.P.**

By: MSD Capital Management LLC  
Its: General Partner

By: /s/ Marc R. Lisker  
Name: Marc R. Lisker  
Title: Manager and General Counsel

**MSD SBI, L.P.**

By: MSD Capital, L.P.  
Its: General Partner

By: MSD Capital Management LLC  
Its: General Partner

By: /s/ Marc R. Lisker  
Name: Marc R. Lisker  
Title: Manager and General Counsel

**MICHAEL S. DELL**

By: /s/ Marc R. Lisker  
Name: Marc R. Lisker  
Title: Attorney-in-Fact