UNITED STATES SECURITIES AND EXCHAN Washington, D.C. 20549

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	Washington, D.C. 20049	OMB Number:	3235-0287					
STATE	MENT OF CHANGES IN BENEFICIAL OWNERSH	Expires:	December 31, 2014					
	Section 16(a) of the Securities Exchange Act of 19 lic Utility Holding Company Act of 1935 or Section Investment Company Act of 1940	Estimated average burden hours per response 0.5						
on <sup>*</sup>	2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s)							

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exch 17(a) of the Public Utility Holding Company Act of 19 Investment Company Act of 19

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1. Name and Address of Reporting Person <sup>*</sup> RAY GILBERT T			2. Issuer Name <b>and</b> Ticker or Trading Symbol DineEquity, Inc [DIN]	5. Relationship of Reporting Person(s) to Issuer				
		( )	3. Date of Earliest Transaction (Month/Day/Year) 02/24/2015	XDirector10% OwnerOfficer (give title below)Other (specify below)				
(Street) GLENDALE (City)	FLOOR (Street) GLENDALE CA 91203		4. If Amendment, Date of Original Filed (Month/Day/Year)	<ul> <li>6. Individual or Joint/Group Filing (Check Applicable Line)</li> <li>X Form filed by One Reporting Person Form filed by More than One Reporting Person</li> </ul>				

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. Transac Code (Instr. 8) Code		4. Secur Acquired Dispose (Instr. 3, Amount	d (A) d of	or (D)	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)		

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. Transac 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)				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	(1)	02/24/2015		A		924		(1)	(1)	COMMON STOCK	924	\$ 0 <sup>(2)</sup>	924	D	

## **Explanation of Responses:**

1. On February 24, 2015, the reporting person was granted 924 restricted stock units, all of which will be settled in shares of common stock on February 24, 2018, subject to the reporting person's continued service with the issuer.

2. Granted as compensation for services.

<u>/s/ James R. Oehler as</u> attorney-in-fact for Gilbert T. 02/26/2015 Ray \*\* 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.