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OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION **OMB** 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or 0.5 response... Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Issuer STEWART JULIA A Symbol DineEquity, Inc [DIN] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) _X_ Director 10% Owner X_ Officer (give title Other (specify 450 NORTH BRAND 10/31/2012 below) below) **BOULEVARD, 7TH FLOOR** CHAIRMAN AND CEO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting GLENDALE, CA 91203 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 4. Securities Acquired (A) 7. Nature 3. 5. Amount of of Indirect Security (Month/Day/Year) Execution Date, if Transaction Disposed of (D) Securities Ownership Code (Instr. 3) (Instr. 3, 4 and 5) Beneficially Form: Beneficial Owned Direct (D) Ownership (Instr. 8) (Month/Day/Year) Following or Indirect (Instr. 4) Reported (I) (A) Transaction(s) (Instr. 4) or (Instr. 3 and 4) Code V Amount (D) Price **COMMON** 10/31/2012 37,594 \$ 36.1 92,266 M Α D **STOCK** \$ COMMON 10/31/2012 S 37.594 D 60.0833 54,672 D **STOCK**

(1)

By trust

(2)

By

401(k)

I

Ι

89,502

563

Plan $\stackrel{(3)}{=}$

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

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 control number.

SEC 1474 (9-02)

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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sl
STOCK OPTION (RIGHT TO BUY)	\$ 36.1	10/31/2012		M	37,594	02/24/2005(4)	02/24/2014	COMMON STOCK	37,

Reporting Owners

Reporting Owner Name / Address	Relationships				
coporting of their runner, radiation	Director	10% Owner	Officer	Other	
STEWART JULIA A 450 NORTH BRAND BOULEVARD, 7TH FLOOR GLENDALE, CA 91203	X		CHAIRMAN AND CEO		

Signatures

/s/ Kisha L. Parker, as attorney-in-fact for Julia A. 11/01/2012 Stewart

> **Signature of Reporting Person Date

Explanation of Responses:

- 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).

inclusive. The reporting person undertakes to provide to the SEC, the issuer and any security holder full information regarding the number of shares and the prices at which the shares were sold. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 10, 2012 and effective as of September 10, 2012.

Reporting Owners 2

The price reported is the average weighted price. The shares were sold in multiple transactions at prices ranging from \$60.00 to \$60.34,

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- (2) The reporting person is the sole trustee and beneficiary of the Julia Stewart Trust.
- (3) These shares are held in the DineEquity, Inc. 401(k) plan.
- (4) This option to purchase 40,000 shares vested as to one-third of the shares on each of February 24, 2005, 2006 and 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.