

BIRCH JEAN M  
Form 4  
August 03, 2012

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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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 OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BIRCH JEAN M

(Last) (First) (Middle)

450 NORTH BRAND  
BOULEVARD, 7TH FLOOR

(Street)

GLENDALE, CA 91203

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/01/2012

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
PRESIDENT, IHOP

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

**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   |
| COMMON STOCK                    | 08/01/2012                           |  | M                              |   | 25,000  | A  | \$ 29.1 53,332  |
| COMMON STOCK                    | 08/01/2012                           |  | S                              |   | 25,000  | D  | \$ 55 (1) 28,332                                      |
| COMMON STOCK                    | 08/02/2012                           |  | S                              |   | 285   | D  | \$ 52.2 28,047  |
| COMMON STOCK                    | 08/02/2012                           |  | M                              |   | 25,000  | A  | \$ 29.1 53,047  |
| COMMON STOCK                    | 08/02/2012                           |  | S                              |   | 8,483   | D  | \$ 52.49 (3) 44,564                                   |

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COMMON STOCK 08/02/2012 S 16,517 D \$ 53.42 28,407 D  
(4)

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. Transaction Code | 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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|---------------------|---|--|---|----------------------------|
| STOCK OPTION (RIGHT TO BUY)                | \$ 29.1  | 08/01/2012                           |  | M                   | 25,000  | (2) 06/22/2019   | COMMON STOCK  | 25,000                     |
| STOCK OPTION (RIGHT TO BUY)                | \$ 29.1  | 08/02/2012                           |  | M                   | 25,000  | (2) 06/22/2019   | COMMON STOCK  | 25,000                     |

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other

BIRCH JEAN M  
450 NORTH BRAND BOULEVARD, 7TH FLOOR  
GLENDALE, CA 91203

PRESIDENT, IHOP

## Signatures

/s/ Kisha L. Parker as attorney-in-fact for Jean M. Birch

08/03/2012

\_\_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).
- (1) The shares were sold in multiple transactions at \$55.00. 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.
- (2) The reporting person was granted a stock option under the IHOP Corp. 2001 Stock Incentive Plan. This option to purchase 75,000 shares of common stock vested as to one-third of the shares on each of June 22, 2010, 2011 and 2012.  
  
The price reported is the average weighted price. The shares were sold in multiple transactions at prices ranging from \$51.84 to \$52.84,  
(3) 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 price reported is the average weighted price. The shares were sold in multiple transactions at prices ranging from \$52.85 to \$53.83,  
(4) 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.

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.