SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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* Son Christine K.	2. Issuer Name **and** Ticker or Trading Symbol Dine Brands Global, Inc. [DIN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(Last) (First) (Middle) 450 N BRAND BLVD 7TH FLOOR	3. Date of Earliest Transaction (Month/Day/Year) 03/04/2022	Director __ 10% Owner __ X Officer (give title below) __ Other (specify below) __ SVP, Legal, GC and Secretary
(Street) GLENDALE CA 91203	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person __ Form filed by More than One Reporting Person
(City) (State) (Zip)		

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	03/04/2022		F		349[1]	D	$70.08	12,616	D	
COMMON STOCK	03/04/2022		A		3,925[2]	A	$0.00[3]	16,541	D	

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 Securities Underlying Derivative Security (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: 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				
STOCK OPTION (RIGHT TO BUY)	$70.08	03/04/2022		A		4,138		[4]	03/04/2032	COMMON STOCK	4,138	$0.00[3]	4,138	D	
RESTRICTED STOCK UNITS	[5]	03/04/2022		A		3,925		[5]	[5]	COMMON STOCK	3,925	$0.00[3]	3,925	D	

Explanation of Responses:

1. These shares were withheld by the Issuer to satisfy the tax withholding obligations of the reporting person with respect to the vesting on March 4, 2022 of shares of restricted stock held by the reporting person.

2. Represents shares of restricted stock that will vest as to one-third of the shares on each of March 4, 2023, 2024 and 2025.

3. Granted as compensation for services.

4. This option to purchase shares of common stock will vest as to one-third of the shares on each of March 4, 2023, 2024 and 2025.

5. Represents restricted stock units that will be settled in shares of common stock on March 4, 2025 to the extent the reporting person achieves certain performance criteria and subject to the reporting person's continued service with the Issuer through the vesting date of March 4, 2025.

Remarks:

/s/ Christine K. Son	03/08/2022
** Signature of Reporting Person	Date