

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

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* <u>CELIO RICHARD C</u> _____ (Last) (First) (Middle) <u>450 N. BRAND BOULEVARD - FLR 7</u> _____ (Street) <u>GLENDALE CA 91203</u> _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>DineEquity, Inc [DIN]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Restaurant Support Office</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>11/30/2009</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	11/30/2009		M		3,750 ⁽¹⁾	A	\$0 ⁽¹⁾	25,391 ⁽²⁾	D	
Common Stock	11/30/2009		F		1,341 ⁽³⁾	D	\$21.63	24,050	D	
Common Stock								3,285 ⁽⁴⁾	I	See Footnote (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. 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
Restricted Stock	(1)	11/30/2009		M			3,750 ⁽¹⁾	(1)	(1)	Common Stock	3,750	(1)	0	D	

Explanation of Responses:

- On August 27, 2007, the reporting person was granted 7,500 shares of restricted stock pursuant to the DineEquity 2001 Stock Incentive Plan (formerly known as the IHOP Corp. 2001 Stock Incentive Plan). The grant agreement provided that the shares would vest according to the following schedule after the closing date of the Applebee's acquisition: (i) 25% 6 months following the closing date; (ii) 25% 12 months following the closing date; and (iii) the remaining 50% 24 months following the closing date. On November 30, 2009, the restrictions lapsed with respect to these shares.
- The number of shares reported as directly owned by the reporting person immediately following this transaction has been adjusted to reflect the number of shares of common stock and restricted stock owned directly by the reporting person. In prior Form 4s, the reporting person inadvertently reported its restricted stock share ownership amounts in Table 2 as derivative securities. In all future Form 4 filings, the reporting person will account for, and report, grants of restricted stock in Table 1.
- These shares were withheld by the Issuer to satisfy the tax withholding obligation of the reporting person with respect to the vesting on November 30, 2009 of 3,750 shares of restricted stock held by the reporting person.
- These shares are held in the DineEquity, Inc. 401(k) plan.

Richard C. Celio 12/07/2009

** 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.