## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
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hours per response: 0.5

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

(Street) GLENDALE       CA       91203         (City)       (State)       (Zip)         Line)         X         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)       2. Transaction Date (Month/Day/Year)       3. Transaction Code (Instr.       3. Transaction (Instr. 4)       5. Amount of Beneficially Owned       5. Amount of Beneficially Owned       6. Ownership Form: Direct (Instr. 4)       6. Ownership Form: Direct (Instr. 4)       6. Ownership Price       7. Na Securities Person       6. Ownership Form: Direct (Instr. 4)       7. Na Securities Person         COMMON STOCK       02/28/2014       M <sup>(1)</sup> 1.848       A       \$0       1.848       D         COMMON STOCK       02/28/2014       M <sup>(1)</sup> 1.848       A       \$0       1.848       D         1. Title of Security (Instr. 3)       3. Transaction Date       3. A. Deemed (e.g., puts, calls, warrants, options, convertible securities       8. Price (Month/Day/Year)       8. Price (Month/Day/Year)       9. Number of Code (Instr. 4)       10. (Month/Day/Year)       9. Number of Code (Instr. 4)       9. Number of Code (Instr. 4)       9. Number of Code (Instr. 4)       9. Number of Code (Instr.	1. Name and Address of Reporting Person <sup>*</sup> DAHL RICHARD J						2. Issuer Name and Ticker or Trading Symbol DineEquity, Inc [ DIN ]								ck all applica	tionship of Reporting P all applicable) Director		erson(s) to Issu 10% Owne		
(Street)       (GLENDALE       CA       91203	l` ′																			
GLENDALE       CA       91203       Form filed by More than One Reporting Person         Table 1 - 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, (Month/Day/Year)       3. ansaction (Date (Month/Day/Year))       5. Amount of Securities Beneficially Owned       6. Ownership (D) or Date (Instr. 3, 4)       6. Ownership (R) or Date (Instr. 4)       6. Ownership (R) or Date (Instr. 4)       6. Ownership (R) or Date (Instr. 4)       7. Title and (R) or Date (R) or OB							4. If Amendment, Date of Original Filed (Month/Day/Year)								,					e
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 Execuriton Date, if any (Month/Day/Year)       3. Transaction (Month/Day/Year)       4. Securities Acquired (A) or Disposed Of (D) (Instr. 4)       5. Amount of Beneficially (Month/Day/Year)       5. Amount of Price       5. Amount of Beneficially (Month/Day/Year)       6. Ownership Or it (Instr. 4)       7. Na of In Beneficially (Month/Day/Year)       6. Ownership (Month/Day/Year)       7. Na of In Code       8. V       4. Securities Acquired (A) or (D)       5. Amount of Beneficially (Instr. 4)       6. Ownership (Month/Day/Year)       6. Ownership (Instr. 4)       7. Na of In Beneficially (Instr. 4)       6. Ownership (Instr. 4)       7. Na of In Beneficially (Instr. 4)       6. Ownership (Instr. 4)       7. Na of In Beneficially (Instr. 4)       8. Vice (Instr. 4) <th colspan="4"></th> <th></th> <th colspan="8"></th> <th></th> <th colspan="5">Form filed by More than One Reporting</th> <th></th>															Form filed by More than One Reporting					
1. Title of Security (Instr. 3)       2. Transaction Date (Month/Day/Year)       2. Transaction Date (Month/Day/Year)       3. Transaction (Month/Day/Year)       3. Transaction (Month/Day/Year)       4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)       5. Amount of Securities Beneficially Owned (Instr. 3, 4 and 5)       5. Amount of Securities Beneficially Owned (Instr. 3, 4 and 5)       6. Ownership of Instruction (Instr. 4)       7. Name of Instruction (Instruct 1)         COMMON STOCK       02/28/2014       Mt(1)       1,848       A       \$0       1.848       D       Beneficially Owned (Instr. 3)       By trust         COMMON STOCK       02/28/2014       Mt(1)       1,848       A       \$0       1.848       D       By trust         Common STOCK       02/28/2014       Sourities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)       6. Date Exercisable and 7. Tite and Amount of Sourities (Instr. 4)       By trust         1. Title of Derivative Securities Securities Securities Securities Securities Securities (Instr. 3)       S. Transaction (Month/Day/Year)       S. Date Exercisable and 7. Tite and Amount of Sourities Securities Securities Securities (Instr. 3)       S. Number of Derivative Securities Securiti	(City)	(Stat	e) (Zip	)																
Date (Month/Day/Year)       Date (Month/Day/Year)       Date (Month/Day/Year)       Execution Date, if any (Month/Day/Year)       Transaction (S) (Month/Day/Year)       Disposed Of (D) (Instr. 3, 4 and 5)       Securities and 5)       Securities (D) or (D) or (D) or (D) or (D) or (Instr. 3 and 4)       Form: Direct (D) or (Instr. 4)       of (D) or (D) or (Instr. 4)       of (D) or (Instr. 4)       of (D) or (Instr. 4)       of (D) or (D) or (Instr. 4)       of (D) or (D) or (Instr. 4)       of (D) or (D) or (Instr. 4)       of (D) or (D) or (Instr. 4)       of (D) or (Instr. 4)       of (D) or (Instr. 4)       of (D) or (D) or (Instr. 4)       of (D) or (Instr. 4)       of (D) or (Instr. 4)       of (D) or (Instr. 4)       of (D) or (D) or (Instr. 4)       of (D) or (D) or (Instr. 4)       of (D) or (D) or (Instr. 4)       of (D) or (D) o			Table	I - N	on-Deriva	ative S	Secur	ities Acq	uired,	Disp	osed of	, or E	Bene	eficially	/ Owned					
$\begin{tabular}{ c c c c c c c c c c c c c c c c c c c$	Date				/Year) Execu		tion Date,	Transaction Code (Instr.		Disposed Of (D) (Instr.				Securities Beneficia Owned	Securities Beneficially Owned		Direct ct (I)	7. Nature of Indirect Beneficial Ownership		
COMMON STOCK         Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)       42,700       I       By trust         1. Title of Derivative Security (Instr. 3)       2. Date (Month/Day/Year)       3. Transaction Date (Month/Day/Year)       3A. Deemed Execution Date, if any (Month/Day/Year)       4. Transaction Derivative Securities (Month/Day/Year)       5. Number of Derivative Securities (Month/Day/Year)       6. Date Exercisable and Expiration Date (Month/Day/Year)       7. Title and Amount of Securities Underlying Derivative Security (Instr. 3)       8. Price of Derivative Securities (Instr. 4)       9. Number of derivative Securities (Instr. 4)       10. Ownership Form: Disposed of (D) (Instr. 4)									Code	v	Amount			Price	Reported Transacti	on(s)	(1130.	-)	(1130.4)	′
1. Title of Derivative Security       2. (Month/Day/Year)       3. Transaction Date (e.g., puts, calls, warrants, options, convertible securities)       6. Date Exercisable and Expiration Date (Month/Day/Year)       7. Title and Amount of Derivative Security       8. Price of Derivative Security       9. Number of derivative Security       10. (Month/Day/Year)	COMMON STOCK 02/28/2					014		<b>M</b> <sup>(1)</sup>		1,848		A	\$ <mark>0</mark>	1,848			D			
1. Title of Derivative Security (Instr. 3)       2. Conversion or Exercise Security (Instr. 3)       3. Transaction Date (Month/Day/Year)       3A. Deemed Execution Date, if any (Month/Day/Year)       4. Transaction Code (Instr. 8)       5. Transaction Code (Instr. 8)       6. Date Exercisable and Expiration Date (Month/Day/Year)       7. Title and Amount of Securities Underlying Derivative Security (Instr. 3)       8. Price of Derivative Securities       9. Number of derivative Securities       10. Ownership Form: Direct (D) Owned Following (Instr. 3)       10. Ownership Form: Direct (D) Owned (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       8. Price of Derivative Securities       9. Number of derivative Securities       10. Ownership Form: (I) (Instr. 4)	COMMON STOCK													42,700				By trust <sup>(2)</sup>		
Derivative Security (Instr. 3)Date or Exercise perivative Security (Instr. 3)Date (Month/Day/Year)Execution Date, if any (Month/Day/Year)Transaction Code (Instr. 8)Number of Derivative Securities (Instr. 3)Amount of Securities Underlying Derivative Security (Instr. 3)of derivative Securities Derivative SecurityOwnership Form: Be Derivative (Instr. 3)Ownership Form: Be Or indirive (Instr. 4)Ownership Form: Be Or indirive (Instr. 4)Ownership Form: Be Or indirive (Instr. 4)Ownership Form: Be Or indirive (Instr. 4)Ownership Form: Be Or indirive (Instr. 4)Ownership Be Ownership Or Owner Ownership Be Ownership Or Owner (Instr. 4)Ownership Form: Be Ownership Or Owner Owner Owner Owner (Instr. 4)Derivative Securities Securities (Instr. 3)Date (Instr. 3)Ownership Securities (Instr. 3)Ownership Securities (Instr. 4)Ownership Form: Owner Owne				Tab											vned					
or o	Derivative Security	Conversion or Exercise Price of Derivative	Date Execution Date, (Month/Day/Year) if any		ution Date,	Transaction N Code (Instr. of 8) D A A (A D of 0		Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,	Expiratio	n Da	te	Amou Secur Under Deriva	nt of ities lying ative	g Security d 4) Amount	of deriva Derivative Secur Security Benef (Instr. 5) Owne Follo Repo Trans		ive Owner ties Form: cially Direct or Ind ing (I) (Ins ed 4) ction(s)		p of In Bene Owne	Nature Idirect eficial ership tr. 4)

UNITS Explanation of Responses:

(1)

RESTRICTED

STOCK

1. On March 1, 2011, the reporting person received 1,773 restricted stock units that were to be settled on vesting in cash. On February 26, 2013, the Board of Directors of the Issuer determined these restricted stock units should be settled on vesting in shares of common stock. As previously reported, the reporting person has received dividend equivalent rights in connection with these restricted stock units. This transaction represents the vesting and settlement of the restricted stock units and the dividend equivalent rights in shares of common stock.

1.848

Date

Exercisable

(1)

Expiration

(1)

Title

COMMON

STOCK

Date

2. Shares held by Richard James Dahl as trustee for the Richard J. Dahl Revocable Living Trust dated 01/20/1995.

## /s/ James R. Oehler, as attorney-in-fact for Richard J. 03/03/2014 Dahl

\*\* Signature of Reporting Person Date

of

Shares

1,848

\$<mark>0</mark>

0

D

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).

02/28/2014

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Code

**M**<sup>(1)</sup>

V (A) (D)

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.

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