



**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 Underlying Securities (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 of Derivative Security: 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				
Restricted Stock	(1)							(1)	(1)	Common Stock	(1)		60,000	D	
Options	\$ 5.55	02/23/2009		A		50,000 (2)		02/23/2010	02/23/2019	Common Stock	50,000	\$ 5.55	50,000	D	
Options	\$ 5.55	02/23/2009		A		50,000 (2)		02/23/2011	02/23/2019	Common Stock	50,000	\$ 5.55	100,000	D	
Options	\$ 5.55	02/23/2009		A		50,000 (2)		02/23/2012	02/23/2019	Common Stock	50,000	\$ 5.55	150,000	D	

**Explanation of Responses:**

- Grant of restricted stock shares pursuant to DineEquity, Inc. 2001 Stock Incentive Plan. Restrictions on these shares will lapse on May 27, 2011, provided that Reporting Person continues to serve as an officer of DineEquity, Inc. until such date.
- Employee stock options granted pursuant to DineEquity, Inc. 2001 Stock Incentive Plan.

by [Mark Weisberger](#) as  
[attorney-in-fact for Michael J. Archer](#) 02/25/2009

\*\* 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.**