#### KAY LARRY ALAN

Form 4

January 07, 2019

# FORM 4

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

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 \* KAY LARRY ALAN

(Last)

Security

(Instr. 3)

(First) (Middle)

450 NORTH BRAND BOULEVARD, 7TH FLOOR

(Street)

Dine Brands Global, Inc. [DIN]

3. Date of Earliest Transaction

01/04/2019

Filed(Month/Day/Year)

2. Issuer Name and Ticker or Trading

Symbol

(Month/Day/Year)

4. If Amendment, Date Original

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

**OMB** 

Number:

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**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

X\_ Director 10% Owner Other (specify Officer (give title

below)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

(City) (State)

GLENDALE, CA 91203

1.Title of

2. Transaction Date 2A. Deemed (Month/Day/Year)

(Zip)

Execution Date, if (Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8)

(Instr. 3, 4 and 5)

Code V Amount (D) Price

(A)

or

5. Amount of Securities Beneficially Owned Following Reported

Transaction(s)

(Instr. 3 and 4)

6. Ownership Form: Direct (D) or Indirect Beneficial (I) (Instr. 4)

7. Nature of Indirect Ownership

(Instr. 4)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

#### 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)

Conversion or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if

any

5. Number of TransactionDerivative Code Securities

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount Underlying Securitie (Instr. 3 and 4)

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	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A or Disposed (D) (Instr. 3, 4, and 5)				
				Code V	(A) (	(D) Date Exercisable	Expiration Date	Title	Amo or Nun of Si
RESTRICTED STOCK UNITS (DIVIDEND EQUIVALENT RIGHTS)	<u>(1)</u>	01/04/2019		A	11.931	<u>(1)</u>	<u>(1)</u>	COMMON STOCK	11.
RESTRICTED STOCK UNITS (DIVIDEND EQUIVALENT RIGHTS)	(2)	01/04/2019		A	19.364	(2)	(2)	COMMON STOCK	19.
RESTRICTED STOCK UNITS (DIVIDEND EQUIVALENT RIGHTS)	<u>(3)</u>	01/04/2019		A	13.913	(3)	(3)	COMMON STOCK	13.

### **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
KAY LARRY ALAN 450 NORTH BRAND BOULEVARD, 7TH FLOOR GLENDALE, CA 91203	X					

# **Signatures**

/s/ Joanne Wu as attorney-in-fact for Larry
A. Kay

01/07/2019

\*\*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).
- As previously reported, the reporting person was granted restricted stock units on February 26, 2016 that will vest on February 26, 2019.

  (1) Dividend equivalent rights accrued on the previously reported restricted stock units and will vest proportionately with the restricted stock.
- (1) Dividend equivalent rights accrued on the previously reported restricted stock units and will vest proportionately with the restricted stock units to which they relate. Each dividend equivalent right is the economic equivalent of one share of common stock.
  - As previously reported, the reporting person was granted restricted stock units on March 3, 2017 that will vest on March 3, 2020.
- (2) Dividend equivalent rights accrued on the previously reported restricted stock units and will vest proportionately with the restricted stock units to which they relate. Each dividend equivalent right is the economic equivalent of one share of common stock.

**(3)** 

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As previously reported, the reporting person was granted restricted stock units on February 22, 2018 that will vest on February 22, 2021. Dividend equivalent rights accrued on the previously reported restricted stock units and will vest proportionately with the restricted stock units to which they relate. Each dividend equivalent right is the economic equivalent of one share of common stock.

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.