

OMB APPROVAL	
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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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person *</b> STEWART JULIA A <hr/> (Last) (First) (Middle) 450 N. BRAND BOULEVARD - FLR 7 <hr/> (Street) GLENDALE CA 91203 <hr/> (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> DineEquity, Inc [DIN]	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President and CEO
	<b>3. Date of Earliest Transaction</b> (Month/Day/Year) 12/03/2008	
	<b>4. If Amendment, Date of Original Filed</b> (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								563 <sup>(1)</sup>	I	See Footnote
Common Stock								34,845	I	Julia Stewart Trust
Common Stock	12/03/2008		M		3,661 <sup>(1)</sup>	A	\$ 0	17,155	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 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				
Common Stock	(2)							(2)	(2)	Common Stock	(2)		258,000	D	
Restricted Stock	(3)							(3)	(3)	Common Stock	(3)		13,000	D	
Restricted Stock	(4)							(4)	(4)	Common Stock	(4)		50,000	D	
Restricted Stock	(5)							(5)	(5)	Common Stock	(5)		10,000	D	
Restricted Stock	(6)	12/03/2008		M		6,750 (10)		12/03/2008	(6)	Common Stock	6,750 (10)	(6)	13,500	D	
Restricted Stock	(7)							(7)	(7)	Common Stock	(7)		18,000	D	
Performance Shares	(8)							(8)	(8)	Common Stock	(8)		7,500	D	
Performance Shares	(9)							(9)	(9)	Common Stock	(9)		7,500	D	

**Explanation of Responses:**

- Shares held in the DineEquity, Inc. 401(k) plan.
- Employee stock options granted pursuant to DineEquity, Inc. 2001 Stock Incentive Plan.
- Grant of 13,000 shares of Restricted Stock pursuant to DineEquity, Inc. 2001 Stock Incentive Plan. These shares vest in full on March 1, 2009.
- Grant of 50,000 shares of Restricted Stock pursuant to DineEquity, Inc. 2001 Stock Incentive Plan. These shares vest in installments as of March 1, 2009, 2010 and 2011.
- Grant of Restricted Stock pursuant to DineEquity, Inc. 2001 Stock Incentive Plan. These shares vest in full on February 20, 2010.
- Grant of Restricted Stock pursuant to DineEquity, Inc. 2001 Stock Incentive Plan. These shares vest after the closing date of the Applebee's acquisition in installments of 25% of shares after the 6 months, 25% of shares after the 12 months and 50% of shares after 24 months.
- Grant of Restricted Stock pursuant to DineEquity, Inc. 2001 Stock Incentive Plan. These shares vest in full on February 26, 2011.
- Performance shares awarded under the DineEquity, Inc. 2001 Stock Incentive Plan. The award vests on January 1, 2009, for a percentage (0% to 150%) of the performance shares awarded based, in part, upon the Issuer's total shareholder return compared to the total shareholder return of a selected peer group and, in part, on the Issuer's generation of aggregate net cash flow from operations, as compared to pre-determined targets. Performance shares are payable one-half in cash and one-half in shares of the Issuer's Common Stock. The amount set forth in Column 5 represents the one-half portion of the award payable in shares of the Issuer's common stock as if a target level of 100% were achieved. The ultimate payout of shares will be based on the actual target level achieved and can range from 0 to 150% of this amount.
- Performance shares awarded under the DineEquity, Inc. 2001 Stock Incentive Plan. The award vests on January 1, 2010, for a percentage (0% to 150%) of the performance shares awarded based, in part, upon the Issuer's total shareholder return compared to the total shareholder return of a selected peer group and, in part, on the Issuer's generation of aggregate net cash flow from operations, as compared to pre-determined targets. Performance shares are payable one-half in cash and one-half in shares of the Issuer's Common Stock. The amount set forth in Column 5 represents the one-half portion of the award payable in shares of the Issuer's common stock as if a target level of 100% were achieved. The ultimate payout of shares will be based on the actual target level achieved and can range from 0 to 150% of this amount.
- Represents shares released by Reporting Owner upon the lapsing of 25% of the Restricted Stock awarded to Reporting Owner on August 27, 2007.
- Represents shares received by Reporting Owner upon the lapsing of 25% of the Restricted Stock awarded to Reporting Owner on August 27, 2007 less 3,089 shares returned to Issuer to cover tax withholding

Julia A. Stewart

12/05/2008

\*\* 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.

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