

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> <b>JAKUBEK JOHN</b> <hr/> (Last) (First) (Middle) <b>450 NORTH BRAND BOULEVARD, 7TH FLOOR</b> <hr/> (Street) <b>GLENDAL CA 91203</b> <hr/> (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> <b>DineEquity, Inc [DIN]</b>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>SVP, HUMAN RESOURCES</b>
	<b>3. Date of Earliest Transaction</b> (Month/Day/Year) <b>02/28/2011</b>	
	<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	02/28/2011		A		2,622 <sup>(1)</sup>	A	\$ 0 <sup>(2)</sup>	16,832	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
STOCK OPTION (RIGHT TO BUY)	\$ 57.21	02/28/2011		A		10,488		02/28/2012 <sup>(3)</sup>	02/28/2021	COMMON STOCK	10,488	\$ 0 <sup>(2)</sup>	10,488	D	

**Explanation of Responses:**

1. Represents shares of restricted stock that will vest on February 28, 2014.
2. Granted as compensation for services.
3. This option to purchase 10,488 shares will vest as to one-third of the shares on each of February 28, 2012, 2013 and 2014.

**Remarks:**

Exhibit List - Exhibit 24, Power of Attorney

/s/ Kisha L. Parker as  
attorney-in-fact for John      03/02/2011  
Jakubek

\*\* Signature of Reporting      Date  
 Person

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.**

POWER OF ATTORNEY

Know all by these presents that the undersigned hereby constitutes and appoints each of Bryan R. Adel,

- (1) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the
- (2) prepare and execute for and on behalf of the undersigned, in the undersigned's capacity as a
- (3) do and perform any and all acts for and on behalf of the undersigned which may be necessary
- (4) take any other action of any type whatsoever in connection with the foregoing which, in the

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 28th day

/s/ John B. Jakubek  
John B. Jakubek