

# **DUNKIN' BRANDS GROUP, INC.**

Reported by  
**SPARKS CARL**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 04/05/17 for the Period Ending 04/03/17

Address	130 ROYALL STREET CANTON, MA 02021
Telephone	7817374516
CIK	0001357204
Symbol	DNKN
SIC Code	5810 - Eating And Drinking Places
Industry	Restaurants & Bars
Sector	Consumer Cyclical
Fiscal Year	12/31

# FORM 4

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

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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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or  
Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person *</b>  <b>Sparks Carl</b>  (Last) (First) (Middle)  <b>C/O DUNKIN' BRANDS GROUP, INC., 130 ROYALL STREET</b>  (Street)  <b>CANTON, MA 02021</b>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>DUNKIN' BRANDS GROUP, INC. [ DNKN ]</b>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable)  <input checked="" type="checkbox"/> Director <span style="float:right">_____ 10% Owner</span> _____ Officer (give title below) <span style="float:right">_____ Other (specify below)</span>
<b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <p align="center"><b>4/3/2017</b></p>		<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
<b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>		

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

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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			

### Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (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				
<b>Deferred Stock Units</b>	<a href="#">(1)</a>	4/3/2017		A		321	<a href="#">(1)</a>	<a href="#">(1)</a>	<b>Common Stock</b>	321	<b>\$54.58</b>	<b>5540</b>	<b>D</b>	

#### Explanation of Responses:

(1) The deferred stock units are issued under the Dunkin' Brands Group, Inc. Non-Qualified Deferred Compensation Plan (the "Plan"). Under the Plan, directors' fees may be deferred by the reporting person and such deferred fees are accounted for as if invested in Dunkin' Brands Group, Inc. common stock. Each deferred stock unit is the economic equivalent of one share of Dunkin' Brands Group, Inc. common stock. The deferred stock units become payable, in cash or common stock in the discretion of the Plan administrator, upon the reporting person's termination of service as a director.

#### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Sparks Carl</b> <b>C/O DUNKIN' BRANDS GROUP, INC.</b> <b>130 ROYALL STREET</b> <b>CANTON, MA 02021</b>	<b>X</b>			

#### Signatures

/s/ Ryan Schaffer, as Attorney-in-Fact for Carl Sparks

4/5/2017

\*\*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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