

TRAVIS NIGEL

Form 4

November 06, 2018

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
TRAVIS NIGEL

2. Issuer Name **and** Ticker or Trading
Symbol
DUNKIN' BRANDS GROUP, INC.
[DNKN]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O DUNKIN' BRANDS GROUP,
INC., 130 ROYALL STREET

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/02/2018

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Exec. Chairman

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

CANTON, MA 02021

(City) (State) (Zip)

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 Ownership Indirect Beneficial Ownership (Instr. 4) | |
|---------------------------------------|---|---|--------------------------------------|---|--|---|--|-----------|
| | | | Code | V | Amount | (A) or (D) | Price | |
| Common Stock | 11/02/2018 | | M | | 1,945 | A | \$ 37.26 | 257,326 D |
| Common Stock | 11/02/2018 | | S | | 1,945 | D | \$ 72.3 | 255,381 D |
| Common Stock | 11/05/2018 | | M | | 147,630 | A | \$ 37.26 | 403,011 D |
| Common Stock | 11/05/2018 | | S | | 147,630 | D | \$ 72.35 (1) | 255,381 D |
| | 11/06/2018 | | M | | 7,395 | A | | 262,776 D |

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| | | | | | | | |
|--------------|------------|--|---|---------|----------|-----------------|-----------|
| Common Stock | | | | | \$ 37.26 | | |
| Common Stock | 11/06/2018 | | M | 71,692 | A | \$ 47.39 | 334,468 D |
| Common Stock | 11/06/2018 | | M | 70,000 | A | \$ 44.35 | 404,468 D |
| Common Stock | 11/06/2018 | | S | 149,087 | D | \$ 72.35 (2) | 255,381 D |

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

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SEC 1474
(9-02)

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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount of Number of Shares |
| Option to Purchase Common Stock | \$ 37.26 | 11/02/2018 | | M | 1,945 | (3) 02/12/2023 | Common Stock 1,945 |
| Option to Purchase Common Stock | \$ 37.26 | 11/05/2018 | | M | 147,630 | (3) 02/12/2023 | Common Stock 147,630 |
| Option to Purchase Common Stock | \$ 37.26 | 11/06/2018 | | M | 7,395 | (3) 02/12/2023 | Common Stock 7,395 |
| Option to Purchase Common Stock | \$ 47.39 | 11/06/2018 | | M | 71,692 | (4) 02/12/2022 | Common Stock 71,692 |
| Option to Purchase | \$ 44.35 | 11/06/2018 | | M | 70,000 | (5) 02/23/2023 | Common Stock 70,000 |

Common
Stock

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| TRAVIS NIGEL C/O DUNKIN' BRANDS GROUP, INC. 130 ROYALL STREET CANTON, MA 02021 | X | | Exec. Chairman | |

Signatures

/s/ Richard Emmett, as attorney-in-fact for Nigel
Travis

11/06/2018

____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).

(1) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$72.30 to \$72.70 inclusive. The reporting person undertakes to provide Dunkin' Brands Group, Inc., any security holder of Dunkin' Brands Group, Inc., or the staff of the Securities Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (1) to this Form 4.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$72.30 to \$72.66 inclusive. The reporting person undertakes to provide Dunkin' Brands Group, Inc., any security holder of Dunkin' Brands Group, Inc., or the staff of the Securities Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (2) to this Form 4.

(3) The option previously vested based on time criteria.

(4) The option vests based on time criteria (four equal annual installments that began on 02/12/2016).

(5) The option vests based on time criterial (four equal annual installments that began on 02/23/2017).

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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