

DUNKIN' BRANDS GROUP, INC.
 Form 3
 April 11, 2017

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

| | | | | | |
|---|---|---|--|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Jaspon Katherine D.</p> <p>(Last) (First) (Middle)</p> <p>C/O DUNKIN' BRANDS GROUP, INC., Â 130 ROYALL STREET</p> <p>(Street)</p> <p>CANTON, Â MA Â 02021</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>04/07/2017</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>DUNKIN' BRANDS GROUP, INC. [DNKN]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Chief Financial Officer (i)</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|---|--|---|--|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 1,938 | D | Â |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|---------------------------------|------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|---|
| Option to Purchase Common Stock | Â <u>(1)</u> | 02/23/2020 | Common Stock | 9,830 | \$ 3.02 | D | Â |
| Option to Purchase Common Stock | Â <u>(1)</u> | 03/09/2021 | Common Stock | 8,794 | \$ 7.31 | D | Â |
| Option to Purchase Common Stock | Â <u>(2)</u> | 02/12/2023 | Common Stock | 15,000 | \$ 37.26 | D | Â |
| Option to Purchase Common Stock | Â <u>(3)</u> | 02/28/2021 | Common Stock | 15,198 | \$ 51.67 | D | Â |
| Option to Purchase Common Stock | Â <u>(4)</u> | 02/12/2022 | Common Stock | 17,654 | \$ 47.39 | D | Â |
| Option to Purchase Common Stock | Â <u>(5)</u> | 02/23/2023 | Common Stock | 14,344 | \$ 44.35 | D | Â |
| Option to Purchase Common Stock | Â <u>(6)</u> | 02/16/2024 | Common Stock | 10,421 | \$ 54.95 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Jaspon Katherine D. C/O DUNKIN' BRANDS GROUP, INC. 130 ROYALL STREET CANTON, MA 02021 | Â | Â | Â Chief Financial Officer (i) | Â |

Signatures

/s/ Katherine D. 04/11/2017
Jaspon

**Signature of Date
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 option has previously vested based on time and performance criteria.
- (2) The option has previously vested based on time criteria.
- (3) The option vests in four equal annual installments that began on 2/28/2015.
- (4) The option vests in four equal annual installments that began on 02/12/2016.
- (5) The option vests in four equal annual installments that began on 02/23/2017.
- (6) The option vests in four equal annual installments that begin on 02/16/2018.

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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