Murphy Scott Form 3 May 23, 2013

UNITED STATES SECURITIES AND EXCHANGE COMMISSION FORM 3 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)

1. Name and Address of Reporting Person *

A Murphy Scott

(Last)

(First) (Middle)

Statement

(Month/Day/Year)

05/14/2013

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

DUNKIN' BRANDS GROUP, INC. [DNKN]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

SVP, Chief Supply Officer

5. If Amendment, Date Original

Filed(Month/Day/Year)

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

(Street)

Director _X__ Officer

10% Owner

Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One

Reporting Person

CANTON. MAÂ 02021

(City) (State)

1. Title of Security

(Instr. 4)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership Form:

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

Common Stock

4,862

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

Expiration Date

3. Title and Amount of Securities Underlying **Derivative Security** (Instr. 4)

4. 5. Ownership Conversion or Exercise Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Price of Derivative Derivative Security:

(Instr. 4)

2. Date Exercisable and (Month/Day/Year)

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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 | (1) | 02/23/2020 | Common Stock | 3,941 | \$ 3.02 | D | Â |
| Option to Purchase Common Stock | (2) | 02/23/2020 | Common Stock | 9,195 | \$ 3.02 | D | Â |
| Option to Purchase Common Stock | (3) | 07/26/2020 | Common Stock | 1,971 | \$ 5.03 | D | Â |
| Option to Purchase Common Stock | (4) | 07/26/2020 | Common Stock | 4,600 | \$ 5.03 | D | Â |
| Option to Purchase Common Stock | (5) | 02/14/2022 | Common Stock | 11,250 | \$ 28.57 | D | Â |
| Option to Purchase Common Stock | (6) | 02/12/2023 | Common Stock | 25,000 | \$ 37.26 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | |
|---|---------------|-----------|------------------------------------|-------|--|
| Fg | Director | 10% Owner | Officer | Other | |
| Murphy Scott C/O DUNKIN' BRANDS GROUP, INC. 130 ROYALL STREET CANTON, MA 02021 | Â | Â | SVP, Chief Supply Officer | Â | |

Signatures

/s/ Ryan Schaffer, as attorney-in-fact for Scott
Murphy 05/23/2013

**Signature of Reporting Person Date

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 vests based upon time criteria (five equal installments that began on 02/23/2011).
- The option vests based upon time (five equal annual installments that began on 02/23/2011) and performance (investment returns to investment funds affiliated with Bain Capital Partners, LLC, The Carlyle Group and Thomas H. Lee Partners, L.P. (collectively the "Sponsors")) criteria.
- (3) The option vests based upon time criteria (five equal installments that began on 07/26/2011).
- The option vests based upon time (five equal annual installments that began on 07/26/2011) and performance (investment returns to investment funds affiliated with Bain Capital Partners, LLC, The Carlyle Group and Thomas H. Lee Partners, L.P. (collectively the "Sponsors")) criteria.
- (5) The option vests based upon time criteria (four equal installments that began on 02/14/2013).
- (6) The option vests based upon time criteria (four equal annual installments that begin on 02/12/2014).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

Reporting Owners 2

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