

DUNKIN' BRANDS GROUP, INC.  
Form S-8 POS  
April 16, 2013

REGISTRATION NO. 333-187615

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1  
TO  
FORM S-8

REGISTRATION STATEMENT  
under the  
SECURITIES ACT OF 1933

DUNKIN' BRANDS GROUP, INC.  
(Exact Name of Registrant as Specified in Its Charter)

|  |   |
|--|---|
| Delaware<br>( State or Other Jurisdiction<br>of Incorporation or Organization )<br>130 Royall Street<br>Canton, Massachusetts 02021<br>(Address, Including Zip Code, of Principal Executive Offices) | 20-4145825<br>( I.R.S. Employer<br>Identification No. ) |
|--|---|

Dunkin' Brands, Inc. 401(k) Retirement Plan  
(Full Title of the Plan)

Nigel Travis  
Chief Executive Officer  
Dunkin' Brands Group, Inc.  
130 Royall Street  
Canton, Massachusetts 02021  
(781) 737-3000  
(Name, Address and Telephone Number, Including Area Code, of Agent For Service)

with copies to: Craig E. Marcus, Esq.  
Ropes & Gray LLP  
Prudential Tower, 800 Boylston Street  
Boston, Massachusetts 02199  
(617) 951-7000  
(617) 951-7050 (facsimile)

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

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Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller reporting  
company

(Do not check if a smaller  
reporting company)

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On March 29, 2013, the Registrant filed with the Securities and Exchange Commission a Registration Statement on Form S-8 (Registration Statement No. 333-187615) (the "Form S-8") registering 150,000 shares of the Registrant's common stock, par value \$0.001 per share, to be issued under the Dunkin' Brands, Inc. 401(k) Retirement Plan.

We are amending the Form S-8 to correct a clerical error in the consent of Deloitte Anjin LLC, the independent auditor for BR Korea Co., Ltd., the Registrant's joint venture entity in Korea, which was filed as Exhibit 23.2 to the Form S-8. We have included as Exhibit 23.2 to this Post-Effective Amendment No. 1 to the Form S-8 the corrected version of the consent of Deloitte Anjin LLC, executed on March 29, 2013.

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Canton, Commonwealth of Massachusetts on the 16th day of April, 2013.

DUNKIN' BRANDS GROUP, INC.

By: /s/ Nigel Travis  
 Nigel Travis  
 Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

| Signature   | Title  | Date                             |
|---|--|----------------------------------|
| /s/ Nigel Travis<br>Nigel Travis<br>_____*_____<br>Paul Carbone | Chief Executive Officer and Director<br>(Principal Executive Officer)<br>Chief Financial Officer<br>(Principal Financial and Accounting Officer) | April 16, 2013<br>April 16, 2013 |
| _____*_____<br>Jon Luther                                       | Director   | April 16, 2013                   |
| _____*_____<br>Raul Alvarez                                     | Director   | April 16, 2013                   |
| _____*_____<br>Anthony DiNovi                                   | Director   | April 16, 2013                   |
| _____*_____<br>Michael Hines                                    | Director   | April 16, 2013                   |
| _____*_____<br>Sandra Horbach                                   | Director   | April 16, 2013                   |
| _____*_____<br>Mark Nunnelly                                    | Director   | April 16, 2013                   |
| _____*_____<br>Joseph Uva                                       | Director   | April 16, 2013                   |

\*By: /s/ Richard Emmett  
 Richard Emmett  
 Attorney-in-Fact

Pursuant to the requirements of the Securities Act of 1933, the administrator of the Dunkin' Brands, Inc. 401(k) Retirement Plan has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Canton, Commonwealth of Massachusetts on the 16th day of April, 2013.

DUNKIN' BRANDS, INC. 401(k) RETIREMENT  
PLAN

By: /s/ Edward Manley

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INDEX OF EXHIBITS

| Exhibit<br>Number | Description   |
|-------------------|---|
| 23.2              | Consent of Deloitte Anjin LLC.  |
| 24.1              | Power of Attorney (previously filed as Exhibit 24.1 to the Registration Statement on Form S-8 filed with the Securities and Exchange Commission by the Registrant on March 29, 2013). |