# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## **SCHEDULE 13G**

Under the Securities Exchange Act of 1934 (Amendment No. 1)\*

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

(Name of Issuer)

Common Stock (Title of Class of Securities)

> 265504100 (CUSIP Number)

**December 31, 2012** (Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)
Rule 13d-1(c)

Rule 13d-1(d)

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 265504100 Page 1 of 19

1	Names of reporting persons			
			le Group L.P.	
2			ppropriate box if a member of a group	
	(a) □	(	b) 🗆	
3	SEC use	onl	y	
4	Citizen o	or pl	ace of organization	
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	person		0	
	with	8	Shared dispositive power	
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9	Aggrega	te a	mount beneficially owned by each reporting person	
ı	0			
10	Check if	the	aggregate amount in Row (9) excludes certain shares	
	Not	Δn	plicable	
11			lass represented by amount in Row 9	
	0.0%			
12	Type of	repo	orting person	
	PN			

CUSIP No. 265504100 Page 2 of 19

1	1 Names of reporting persons						
			roup Management L.L.C.				
2			ppropriate box if a member of a group				
	(a) $\square$ (b) $\square$						
3	SEC use	onl					
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11			lass represented by amount in Row 9				
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12	Type of	epo	orting person				
	OO (Limited Liability Company)						

CUSIP No. 265504100 Page 3 of 19

1	Names of reporting persons					
		Carlyle Holdings II GP L.L.C.				
2 Check the appropriate box if a member of a group						
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3	SEC use					
4	Citizen o	or p	lace of organization			
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		5	Sole voting power			
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	person		0			
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11			lass represented by amount in Row 9			
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CUSIP No. 265504100 Page 4 of 19

1	Names of reporting persons				
	Carlyle Holdings II L.P.				
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3	SEC use	on	y		
4	Citizen o	or p	lace of organization		
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		5	Sole voting power		
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	ımber of shares	6	Shared voting power		
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	person		0		
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10	Check if	the	aggregate amount in Row (9) excludes certain shares		
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12	Type of	repo	orting person		
	OO (Québec société en commandit)				

CUSIP No. 265504100 Page 5 of 19

1	Names of reporting persons				
	TC Group Cayman Investment Holdings, L.P.				
2	Check th	ie a	ppropriate box if a member of a group		
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3	SEC use	onl	ly .		
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	Cay	na	n Islands		
		5	Sole voting power		
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CUSIP No. 265504100 Page 6 of 19

1	Names of reporting persons					
		TC Group Cayman Investment Holdings Sub L.P.				
2 Check the appropriate box if a member of a group			ppropriate box if a member of a group			
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3	SEC use	onl	ly .			
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12	Type of	repo	orting person			
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CUSIP No. 265504100 Page 7 of 19

1	Names of reporting persons				
	TC Group IV, L.L.C.				
2	Check th		ppropriate box if a member of a group		
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3	SEC use	onl	y		
4	Citizen o	or p	lace of organization		
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	person		0		
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11	Percent	of c	lass represented by amount in Row 9		
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12	Type of	repo	orting person		
ı	OO (Limited Liability Company)				

CUSIP No. 265504100 Page 8 of 19

1	1 Names of reporting persons			
	TC Group IV, L.P.			
2	Check th	ie a	ppropriate box if a member of a group	
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3	SEC use	onl	ly .	
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	person		0	
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CUSIP No. 265504100 Page 9 of 19

1	Names of reporting persons					
		Carlyle Partners IV, L.P.				
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3	SEC use	onl	y			
4	Citizen o	or pl	ace of organization			
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11	Percent (	of c	lass represented by amount in Row 9			
	0.0%					
12	Type of	repo	orting person			
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CUSIP No. 265504100 Page 10 of 19

1	Names of reporting persons				
	CP IV Coinvestment, L.P.				
2			ppropriate box if a member of a group		
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	ımber of shares	6	Shared voting power		
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	each	7	Sole dispositive power		
reporting					
	person		0		
	with	8	Shared dispositive power		
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9	Aggrega	te a	mount beneficially owned by each reporting person		
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10	Check if	the	aggregate amount in Row (9) excludes certain shares		
	Not Applicable				
11	Percent	of c	lass represented by amount in Row 9		
	0.00	,			
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12	Type of	repo	orting person		
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CUSIP No. 265504100 Page 11 of 19

1	Names of reporting persons				
			dings, L.L.C.		
2			ppropriate box if a member of a group		
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3	SEC use	onl	y		
4	Citizen o	or pl	lace of organization		
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	with	8	Shared dispositive power		
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10	Check if	the	aggregate amount in Row (9) excludes certain shares		
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11	Percent (	of c	lass represented by amount in Row 9		
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12	Type of	repo	orting person		
ı	OO (Limited Liability Company)				

CUSIP No. 265504100 Page 12 of 19

1	Names of reporting persons				
	TC Group, L.L.C.				
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10		the	aggregate amount in Row (9) excludes certain shares		
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11			lass represented by amount in Row 9		
	0.0%				
12	Type of	repo	orting person		
	OO (Limited Liability Company)				

CUSIP No. 265504100 Page 13 of 19

1	1 Names of reporting persons		
	TC Group IV Managing GP, L.L.C.		
2	The state of the s		
	(a) 🗆	(	b) □
3	SEC use	onl	у
4	Citizen or place of organization		
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	person with		0
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			0
9	Aggregate amount beneficially owned by each reporting person		
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10			
	Not Applicable		
11	Percent of class represented by amount in Row 9		
0.0%			
12	Type of reporting person		
	OO (Limited Liability Company)		

#### ITEM 1. (a) Name of Issuer:

Dunkin' Brands Group, Inc. (the "Issuer")

## (b) Address of Issuer's Principal Executive Offices:

130 Royall Street Canton, MA 02021

#### ITEM 2. (a) Name of Person Filing:

Each of the following is hereinafter individually referred to as a "Reporting Person" and collectively as the "Reporting Persons." This statement is filed on behalf of:

Carlyle Group Management L.L.C.

The Carlyle Group L.P.

Carlyle Holdings II GP L.L.C.

Carlyle Holdings II L.P.

TC Group Cayman Investment Holdings, L.P.

TC Group Cayman Investment Holdings Sub L.P.

TC Group IV, L.L.C.

TC Group IV, L.P.

Carlyle Partners IV, L.P.

CP IV Coinvestment, L.P.

TCG Holdings, L.L.C.

TC Group, L.L.C.

TC Group IV Managing GP, L.L.C.

#### (b) Address or Principal Business Office:

The business address of TC Group Cayman Investment Holdings, L.P. and TC Group Cayman Investment Holdings Sub L.P. is c/o Walker Corporate Services Limited, 190 Elgin Avenue, George Town, Grand Cayman KY1-9001 Cayman Islands. The business address of each of the other Reporting Persons is c/o The Carlyle Group, 1001 Pennsylvania Avenue, N.W., Suite 220 South, Washington, D.C. 20004-2505.

#### (c) Citizenship of each Reporting Person is:.

TC Group Cayman Investment Holdings, L.P. and TC Group Cayman Investment Holdings Sub L.P. are organized in the Cayman Islands. Carlyle Holdings II L.P. is a Québec société en commandit. Each of the other reporting persons is organized in the state of Delaware.

CUSIP No. 265504100 Page 15 of 19

(d) Title of Class of Securities:

Common stock, \$0.001 par value ("Common Stock")

(e) CUSIP Number:

265504100

ITEM 3.

Not applicable.

#### ITEM 4. Ownership

#### (a) Amount beneficially owned:

This amendment to Schedule 13G is being filed on behalf of the Reporting Persons to report that, as of August 15, 2012, the Reporting Persons do not beneficially own any shares of the Issuer's Common Stock.

(b) Percent of Class:

See Item 4(a) hereof.

- (c) Number of shares as to which such person has:
  - (i) sole power to vote or to direct the vote: 0
  - (ii) shared power to vote or to direct the vote: 0
  - (iii) sole power to dispose or to direct the disposition of: 0
  - (iv) shared power to dispose or to direct the disposition of: 0

#### ITEM 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following  $\boxtimes$ .

## ITEM 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

ITEM 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not applicable.

CUSIP No. 265504100 Page 16 of 19

ITEM 8. Identification and Classification of Members of the Group.

Not applicable.

ITEM 9. Notice of Dissolution of Group.

Not applicable.

ITEM 10. Certification

Not applicable.

#### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 14, 2013

#### TCG Holdings, L.L.C.

By: /s/ Jeremy W. Anderson, attorney-in-fact

Name: Daniel D'Aniello Title: Managing Director

#### TC GROUP, L.L.C.

by: TCG Holdings, L.L.C., its Managing Member

By: /s/ Jeremy W. Anderson, attorney-in-fact

Name: Daniel D'Aniello Title: Managing Director

## TC GROUP IV MANAGING GP, L.L.C.

by: TC Group, L.L.C., its Managing Member by: TCG Holdings, L.L.C., its Managing Member

By: /s/ Jeremy W. Anderson, attorney-in-fact

Name: Daniel D'Aniello Title: Managing Director

#### CARLYLE GROUP MANAGEMENT L.L.C.

By: /s/ Jeremy W. Anderson, attorney-in-fact

Name: Daniel D'Aniello Title: Chairman

#### THE CARLYLE GROUP L.P.

By: Carlyle Group Management L.L.C., its general partner

By: /s/ Jeremy W. Anderson, attorney-in-fact

Name: Daniel D'Aniello Title: Chairman

## CARLYLE HOLDINGS II GP L.L.C.

By: The Carlyle Group L.P., its managing member

By: Carlyle Group Management L.L.C., its general partner

By: /s/ Jeremy W. Anderson, attorney-in-fact

Name: Daniel D'Aniello Title: Chairman CUSIP No. 265504100

## CARLYLE HOLDINGS II L.P.

By: /s/ Jeremy W. Anderson, attorney-in-fact

Name: Daniel D'Aniello

Title: Chairman

## TC GROUP CAYMAN INVESTMENT HOLDINGS, L.P.

By: Carlyle Holdings II L.P., its general partner

/s/ Jeremy W. Anderson, attorney-in-fact

Name: Daniel D'Aniello Title: Chairman

## TC GROUP CAYMAN INVESTMENT HOLDINGS SUB L.P.

By: TC Group Cayman Investment Holdings, L.P., its general

partner

By: Carlyle Holdings II L.P., its general partner

/s/ Jeremy W. Anderson, attorney-in-fact

Name: Daniel D'Aniello Title: Chairman

#### TC GROUP IV, L.L.C.

By: TC Group Cayman Investment Holdings Sub L.P., its managing member

By: TC Group Cayman Investment Holdings, L.P., its general

partner

By: Carlyle Holdings II L.P., its general partner

/s/ Jeremy W. Anderson, attorney-in-fact

Name: Daniel D'Aniello Title: Chairman

## TC GROUP IV, L.P.

By: /s/ Jeremy W. Anderson

Name: Jeremy W. Anderson Title: Authorized Person

SCHEDULE 13G

CUSIP No. 265504100

Page 19 of 19

## CARLYLE PARTNERS IV, L.P.

By: TC Group IV, L.P., its general partner

By: /s/ Jeremy W. Anderson
Name: Jeremy W. Anderson
Title: Authorized Person

## CP IV COINVESTMENT, L.P.

By: TC Group IV, L.P., its general partner

By: /s/ Jeremy W. Anderson
Name: Jeremy W. Anderson
Title: Authorized Person

## LIST OF EXHIBITS

No.	<u>Description</u>
24	Power of Attorney (incorporated by reference to Exhibit 24 to the Form 4 filed by the Reporting Persons on August 17, 2012).
99	Joint Filing Agreement, filed herewith.

#### JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k)(1) promulgated under the Securities Exchange Act of 1934, as amended, the undersigned hereby agree to the joint filing with each other on behalf of each of them of such a statement on Schedule 13G with respect to the Common Stock beneficially owned by each of them of Dunkin' Brands Group, Inc. This Joint Filing Agreement shall be included as an Exhibit to such Schedule 13G.

IN WITNESS WHEREOF, the undersigned hereby execute this Joint Filing Agreement as of the 14th day of February, 2013.

#### TCG Holdings, L.L.C.

By: /s/ Jeremy W. Anderson, attorney-in-fact

Name: Daniel D'Aniello Title: Managing Director

#### TC GROUP, L.L.C.

by: TCG Holdings, L.L.C., its Managing Member

By: /s/ Jeremy W. Anderson, attorney-in-fact

Name: Daniel D'Aniello Title: Managing Director

## TC GROUP IV MANAGING GP, L.L.C.

by: TC Group, L.L.C., its Managing Member by: TCG Holdings, L.L.C., its Managing Member

By: /s/ Jeremy W. Anderson, attorney-in-fact

Name: Daniel D'Aniello Title: Managing Director

#### CARLYLE GROUP MANAGEMENT L.L.C.

By: /s/ Jeremy W. Anderson, attorney-in-fact

Name: Daniel D'Aniello Title: Chairman

#### THE CARLYLE GROUP L.P.

By: Carlyle Group Management L.L.C., its general partner

By: /s/ Jeremy W. Anderson, attorney-in-fact

Name: Daniel D'Aniello Title: Chairman

#### CARLYLE HOLDINGS II GP L.L.C.

By: The Carlyle Group L.P., its managing member

By: Carlyle Group Management L.L.C., its general partner

By: /s/ Jeremy W. Anderson, attorney-in-fact

Name: Daniel D'Aniello

Title: Chairman

#### CARLYLE HOLDINGS II L.P.

By: /s/ Jeremy W. Anderson, attorney-in-fact

Name: Daniel D'Aniello Title: Chairman

#### TC GROUP CAYMAN INVESTMENT HOLDINGS, L.P.

By: Carlyle Holdings II L.P., its general partner

By: /s/ Jeremy W. Anderson, attorney-in-fact

Name: Daniel D'Aniello

Title: Chairman

## TC GROUP CAYMAN INVESTMENT HOLDINGS SUB I. P.

By: TC Group Cayman Investment Holdings, L.P., its general

partne

By: Carlyle Holdings II L.P., its general partner

By: /s/ Jeremy W. Anderson, attorney-in-fact

Name: Daniel D'Aniello Title: Chairman

#### TC GROUP IV, L.L.C.

By: TC Group Cayman Investment Holdings Sub L.P., its managing member

By: TC Group Cayman Investment Holdings, L.P., its general

partne

By: Carlyle Holdings II L.P., its general partner

By: /s/ Jeremy W. Anderson, attorney-in-fact

Name: Daniel D'Aniello Title: Chairman

#### TC GROUP IV, L.P.

By: /s/ Jeremy W. Anderson

Name: Jeremy W. Anderson Title: Authorized Person

## CARLYLE PARTNERS IV, L.P.

By: TC Group IV, L.P., its general partner

By: /s/ Jeremy W. Anderson

Name: Jeremy W. Anderson
Title: Authorized Person

## CP IV COINVESTMENT, L.P.

By: TC Group IV, L.P., its general partner

By: /s/ Jeremy W. Anderson
Name: Jeremy W. Anderson
Title: Authorized Person