

## SUMMARY OF MATERIAL MODIFICATIONS

Plan Name: Denny's 401(k) Plan

Sponsoring Employer: Denny's Corporation  
203 East Main Street, P-5-10  
Spartanburg, SC 29319-1565  
1-864-597-8000

EIN: 13-3487402

Plan Number: 009

Date: April 21, 2010

### TO ALL PARTICIPANTS, BENEFICIARIES AND ALTERNATE PAYEES UNDER THE DENNY'S 401(k) PLAN (THE "PLAN"):

(1) **General.** This is a Summary of Material Modifications regarding the Denny's 401(k) Plan ("Plan"). This Summary of Material Modifications supplements the Summary Plan Description ("SPD") previously provided to you. You should retain this document with your copy of the SPD. If you have any questions regarding these changes, you should contact your plan administrator listed in your SPD or the Plan's internet site at

**<http://retirementplan.wellsfargo.com>**

or call the Wells Fargo Benefits Helpline at 1-888-245-9798.

(2) **Summary Description of Matching Contributions.** The section called "Matching Contributions" on page 6 of your SPD should now read.

#### **Discretionary matching contributions**

If you are not a highly compensated employee (as defined by the Plan for this purpose), then you will be eligible to share in any matching contribution that is made by Denny's as long as you have worked at Denny's for six months and you are making your own 401(k) contributions into the Plan.

Discretionary matching contributions are contributions that Denny's may make to your account because you make 401(k) contributions into the Plan. Denny's will determine the amount of matching contributions, if any, it will contribute to the Plan each year. The amount to be contributed may be different each year. There may not be any contributions in some years.

Matching contributions and earnings thereon are held in your matching contribution account.

(3) **Summary Description of Rights of Veterans and those Performing Military Service.** Below is a summary of the modifications made to our Plan that may affect you if you performed military service.

#### **Military service**

If you are a veteran and are reemployed under the Uniformed Services Employment and Reemployment Rights Act of 1994, your qualified military service may be considered service with the Employer. There may also be benefits for employees who die or become disabled while on active duty. If you think you may be affected by these rules, ask the Plan Administrator for further details.

(4) **Summary Description of Beneficiary Rollovers.** The second bullet under the section called “Payment options” on page 16 of your SPD should now read:

- Rolling your distribution over to another eligible retirement plan or IRA. If your spouse is your beneficiary under the Plan, the rollover rules explained below will apply to distributions made to your spouse. If your beneficiary under the Plan is not your spouse, that beneficiary may request a direct rollover of a distribution to an “inherited” IRA. This direct rollover will result in no tax being due until the beneficiary withdraws funds from the inherited IRA. However, the amount rolled into the inherited IRA may be subject to special minimum distribution rules. An explanation of these rules and an inherited IRA is beyond the scope of this SPD. A beneficiary interested in this option should consult with a professional tax advisor prior to requesting such a distribution.

(5) **Summary Description of Roth IRA Rollovers.** The following paragraphs should be added at the end of the section called “Rollovers” on page 17 of your SPD:

Starting in 2010, you can roll over the taxable portion of your distribution into a Roth IRA. If you roll over the payment to a Roth IRA, a special rule applies under which the amount of the payment rolled over (reduced by any after-tax amounts) will be taxed. However, the 10% additional income tax on early distributions will not apply (unless you take the amount rolled over out of the Roth IRA within 5 years, counting from January 1 of the year of the rollover). If you roll over the payment to a Roth IRA, later payments from the Roth IRA that are qualified distributions will not be taxed (including earnings after the rollover).

The rules regarding rollovers are complex. We suggest that you consult a professional tax advisor to review your rollover options.