

The Denny's logo is a yellow hexagon with a red border, containing the word "Denny's" in a red, stylized font with a white outline. It is positioned in the upper right quadrant of the image, overlapping the background scene.

Denny's

A white rectangular graphic with a red border, containing the text "SUPPLIER CODE OF CONDUCT" in bold black letters. The background of the graphic features several stylized Denny's logos in red and grey outlines.

**SUPPLIER CODE
OF CONDUCT**

A black name tag with a gold border, attached to the employee's shirt. It contains the name "SARAH" in white capital letters.

SARAH



DENNY'S FIVE GUIDING PRINCIPLES

Our Five Guiding Principles are essential to how we do business and we expect our suppliers to respect and embrace these principles.



Our Denny's family is our most important asset. We trust, support and respect each other and work together for the greater good. We recognize the contributions of all and empower each and every one of us to achieve great things. Together, we will celebrate our successes and have fun doing it.



We are the classic American diner and proud of everything that means. Since 1953, we have served quality food and healthy portions at a fair price. No matter where we are, our light is always on, inviting guests around the world to a place where everyone is welcome.



Open means so much more than just being open for business 24/7. It means being open to all people, appetites and budgets. It says we are open-minded and open to new ideas. Honest, warm and inviting. Open is the way we think and act every hour of every day.



They're not customers or consumers; they are our guests and we invite them into our homes with open arms. They are the very reason we are in business and the center of everything we do.



At Denny's, we are never satisfied standing still. We are always moving forward, striving for more, hungry for greatness. We are open to fresh, innovative thinking. We believe we will succeed through teamwork, accountability and pushing the boundaries of ourselves and our Brand.



INTRODUCTION

OUR FRANCHISEES

We operate our restaurants in the United States primarily through franchisees, and Denny's outside the United States are operated exclusively by franchisees. We expect our franchise colleagues likewise to do business in an ethical and socially responsible manner, and to comply with laws and regulations.

OUR SUPPLIERS

Denny's Restaurants (collectively, "Denny's") is committed to conducting its business in an ethical and socially responsible manner, complying with laws and regulations. We hold to these same standards the broader Denny's family including people and entities who perform work for, deliver services to, or provide goods to Denny's (collectively, "Suppliers"). We expect Suppliers to observe this Supplier Code of Business Conduct (the "Code"). Denny's understands that Suppliers are independent businesses, and that Denny's isn't responsible for their conduct, but their actions may cross over to and reflect upon Denny's.

This Code complements the separate Code of Conduct applicable to all employees of Denny's, Inc., including our professionals who engage and interact with Suppliers. We expect both sides to uphold the standards of their respective codes.



THE POWER OF WE IS WHAT MAKES US SUCCESSFUL

All of our hard work and dedication will help us remain one of the worlds most admired and beloved family restaurant brands.

BUSINESS INTEGRITY

ANTI-BRIBERY AND ANTI-CORRUPTION

Suppliers must never, directly, indirectly or through a third party; offer or pay bribes to anyone, accept kickbacks or offer anything of value— even to Denny’s employees— for the purpose of influencing a business decision or gaining an improper business advantage. Items of value are things such as gifts, favors, meals, entertainment, job offers and travel. Additionally, Suppliers must not engage in any form of extortion, fraud or embezzlement or take any action that would violate any anti-corruption law.

GIFTS AND BUSINESS COURTESIES

Suppliers may offer Denny’s employees and other representatives small gifts or promotional items as long as such gifts are “nominal.” A “nominal” gift is one that is insignificant and is reasonable both in scope and cost. Supplier gifts must not be inappropriate or intended to influence Denny’s decisions. Additionally, Suppliers must not offer gifts, other than ceremonial gifts, to any government official in connection with Denny’s-related business without prior written approval from the Legal Department. Denny’s Legal Department may be reached by e-mail at vendors@dennys.com or by calling **864-597-7641**.

CONFLICTS OF INTERESTS

Suppliers must report any possible conflict of interest and avoid any conduct that may result in a conflict of interest when viewed from Denny’s point of view. A conflict of interest means a circumstance that could cast doubt on whether a transaction was negotiated fairly and equally. Conflicts of interest are usually resolved by disclosing full details of the potential conflict to Denny’s decision makers. If you identify a conflict of interest or you have a question about whether a conflict of interest may exist, contact Denny’s Legal Department promptly.



PROUD OF OUR HERITAGE

Open since 1953, Denny’s is Proud of our Heritage. We show such pride by treating others ethically and by obeying the law. This means our Suppliers must comply with all laws and regulations applicable to their business. We expect our Suppliers to maintain the highest business ethics and observed the following in performing services related to Denny’s.

CONFIDENTIALITY

Suppliers may gain access to Denny's confidential information due to the nature of their relationship with Denny's. Suppliers must not disclose any of Denny's confidential or proprietary information or trade secrets to anyone, unless disclosure is required by law or unless third parties (with whom the Supplier regularly interacts in the conduct of the Supplier's lawful business) agree to safeguard confidential information.

Confidential information includes all non-public information that might be of use to competitors or harmful to Denny's, its franchisees or customers if disclosed. Examples of confidential information include, but are not limited to, marketing plans and strategies, pricing information, customer identification and information, quantities used, recipes, formulas and specifications.

Suppliers must ensure their employees and representatives follow appropriate procedures to keep confidential information private. Supplier protection of Denny's confidential information extends even after their business relationship with Denny's has ended.



INTERACTION WITH GOVERNMENT OFFICIALS OR REGULATORS

Aside from obtaining permits requested by Denny's, Suppliers must not interact with government entities or officials on behalf of Denny's without prior written approval from Denny's. All interactions with government officials or representatives of regulatory entities related to Denny's business must be transparent, honest and legal.



TRUTH & ACCURACY

Suppliers must maintain accurate books, records and accounts of all Denny's-related transactions. Suppliers must not: make false or misleading accounting entries or documents, maintain secret or unrecorded funds or assets, enter side agreements with the intent of documenting business terms in multiple places, make a payment knowing it will be used for a purpose other than the stated purpose or sign, create or request documents that are inaccurate, untruthful or misleading.

TRADE LAWS

Suppliers must comply with U.S. and local trade control, export and import laws in connection with Denny's-related business.

FAIR COMPETITION LAWS

Suppliers must comply with fair competition laws. These laws generally prohibit anticompetitive behavior and unfair business practices. Examples are agreements (written or oral) to fix or control prices or bidding, to allocate markets or to make false or misleading statements about a Supplier's or competitor's products, services or business.





ANIMAL WELFARE

Our guests care about how their food is sourced and so do we. We expect Suppliers to support Denny's animal welfare initiatives.

We additionally require our protein Suppliers to create and implement their own animal welfare programs that are in line with Denny's initiatives.

TO LEARN MORE VISIT:

www.dennys.com/company/animal-welfare/

HUMAN RIGHTS AND LABOR PRACTICES

Aside from obtaining permits requested by Denny's, Suppliers must not interact with government entities or officials on behalf of Denny's without prior written approval from Denny's.

All interactions with government officials or representatives of regulatory entities related to Denny's business must be transparent, honest and legal.

FOOD SAFETY

At Denny's, we put our Guests First. In doing so, providing safe food to our guests is critical. Suppliers of edible items or goods which will be used with or in contact with edible items must ensure that their products or ingredients meet the highest quality standards, are safe for human consumption, are pure, wholesome and unadulterated.

At a minimum, Suppliers must operate in compliance with all relevant food safety requirements and laws, meet specifications in their agreements with Denny's and meet or surpass industry standards for product quality and food safety requirements.

ENVIRONMENT

Denny's embraces our responsibility to the environment and we expect Suppliers to do the same. At a minimum, Suppliers must comply with all laws and regulations relating to the environment and keep up-to-date on all mandatory environmental permits. Suppliers must also demonstrate sound environmental practices.





COMPLIANCE

VERIFICATION OF COMPLIANCE

By its acceptance of a Denny's purchase order, or by entry into a contract with Denny's, a Supplier acknowledges its receipt of the Code and its commitment to comply with its requirements.

SUPPLIER RESPONSIBILITY

All Suppliers must educate employees, consultants, agents, representatives and subcontractors about the Code to ensure compliance in connection with work performed for Denny's.

DENNY'S REQUESTS

Denny's may request information from a Supplier to verify compliance with this Code and Suppliers must cooperate timely with any such request. Denny's may request recertification to this Code and documentation of audits performed in accordance with industry best practices to demonstrate compliance.

NON-COMPLIANCE

Denny's reserves the right to terminate any agreement with any Supplier for a material breach of this Code if not cured within 30 days after notice.

WE ARE HUNGRY TO WIN AND HUNGRY FOR GREATNESS

We believe we will succeed through cooperation, accountability and by pushing the boundaries of ourselves and our Brand. We expect our Suppliers to comply with this Code even where applicable laws are less restrictive and even if their conduct would otherwise be legal. If applicable laws are more restrictive than this Code, Suppliers must always, at minimum, comply with those laws.

REPORTING

We expect Suppliers to have an adequate monitoring and record-keeping system to ensure compliance with the Code. Suppliers have a responsibility to report any actual or potential ethical or legal compliance issues to Denny's, including any possible non-compliance with this Code, Supplier agreements or laws. Suppliers must promptly report any unethical behavior by any Denny's employee.

Reports will go to the Office of the General Counsel and the Ethics and Compliance Officer.

Denny's prohibits retaliation against anyone who, in good faith, reports questionable behavior or noncompliance with this Code.

TO RAISE A CONCERN, SUPPLIERS MAY EITHER:

1. Call Denny's Legal Department at 864-597-7641 or
2. Submit a report by emailing vendors@dennys.com

