WOLFINGER F MARK

Form 4

January 05, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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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

1(b).

(Print or Type Responses)

may continue.

See Instruction

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **WOLFINGER F MARK** Issuer Symbol DENNYS CORP [DENN] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner Other (specify X_ Officer (give title DENNY'S CORPORATION, 203 12/31/2008 below) EAST MAIN STREET **EVP & Chief Financial Officer** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Fil

SPARTANBURG, SC 29319

(State)

(Zip)

(City)

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iled(Month/Day/Year)			Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
d	3.	4. Securities Acquired	5. Amount of	6. Ownership	7. Nature o			

		1.00					lan ca, Bisposea	or, or <i>2</i> criticing	
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securit	ies Acc	quired	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	on(A) or Dis	sposed	of	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	(D)	•		Beneficially	(D) or	Beneficial
, , ,		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4	4 and 5	6)	Owned	Indirect (I)	Ownership
			,				Following	(Instr. 4)	(Instr. 4)
							Reported	,	
					(A)		Transaction(s)		
					or		(Instr. 3 and 4)		
			Code V	Amount	(D)	Price	(Institution and I)		
Common	10/01/0000		3.4	26 100		Φ.Ω	20.415	ъ	
Stock	12/31/2008		M	26,100	A	\$ 0	32,415	D	
Stock									
Common	10/01/0000		1.4	1 4 725		Φ.Ω	47.150	Ъ	
Stock	12/31/2008		M	14,735	A	\$ 0	47,150	D	
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Performance Shares	(1)	12/31/2008		M	26,100	<u>(1)</u>	<u>(1)</u>	Common Stock	<u>(1)</u>
Performance Shares	<u>(2)</u>	12/31/2008		M	14,735	(2)	(2)	Common Stock	<u>(2)</u>

# **Reporting Owners**

Reporting Owner Name / Address	Relationships		
Reporting Owner Name / Address			

Director 10% Owner Officer Other

WOLFINGER F MARK DENNY'S CORPORATION 203 EAST MAIN STREET SPARTANBURG, SC 29319

**EVP & Chief Financial Officer** 

## **Signatures**

J. Scott Melton for F. Mark Wolfinger 01/05/2009

**Signature of Reporting Person Date

## **Explanation of Responses:**

- * If the form is filed by more than one reporting person, see Instruction 4(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) Performance shares of the issuer's common stock were earned by the reporting person pursuant to the Company's 2006 Long-Term Growth Incentive Plan. This award became vested and converted to shares of the issuer's common stock on December 31, 2008.
- Performance shares of the issuer's common stock were earned by the reporting person pursuant to the Company's 2007 Long-Term (2) Growth Incentive Plan, of which 14,735 performance shares vested on December 31, 2008 and the remainining 21,050 performance shares vest on December 30, 2009.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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