

Edgar Filing: DENNYS CORP - Form 8-K

DENNYS CORP
Form 8-K
July 07, 2004

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of report (Date of earliest event reported): July 6, 2004

Denny's Corporation
(Exact name of registrant as specified in its charter)

Delaware	0-18051	13-3487402
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(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)
203 East Main Street, Spartanburg, SC		29319-0001
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(Address of Principal Executive Offices)		(Zip Code)

Registrant's telephone number, including area code: (864) 597-8000

(Former name or former address, if changed since last report)

Item 5. Other Events and Required FD Disclosure.

On July 7, 2004, Denny's Corporation (the "Company") announced the completion of a private placement of shares of its common stock ("Common Stock") to accredited institutional investors, raising aggregate gross proceeds of approximately \$92 million. In connection with the private placement, the Company issued 48,429,997 shares of its Common Stock (the "Purchased Shares") at \$1.90 per share. The Company has agreed to file a registration statement covering resales of the Purchased Shares.

A press release, dated July 7, 2004, announcing the private placement is filed herewith as Exhibit 99.1 and incorporated herein by reference. The private placement of the Purchased Shares was made pursuant to Subscription Agreements entered into between the Company and each of the investors. A form of the Subscription Agreement is filed herewith as Exhibit 99.2

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Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.

(a) Not Applicable

(b) Not Applicable

(c) Exhibits.

The exhibits listed below and in the accompanying Exhibit Index are filed as part of this Current Report on Form 8-K.

Exhibit No. -----	Description -----
99.1	Press Release dated July 7, 2004, issued by Denny's Corporation
99.2	Form of Subscription Agreement

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

DENNY'S CORPORATION

By: /s/ Andrew F. Green

Andrew F. Green
Senior Vice President and
Chief Financial Officer

Date: July 7, 2004

EXHIBIT INDEX

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