

DENNYS CORP
Form SC 13G
October 10, 2014

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

SCHEDULE 13G

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

Denny's Corp

(Name of Issuer)

(Title of Class of Securities)

24869P104

(CUSIP Number)

September 30, 2014

(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 Instructions).

CUSIP No.: 24869P104

1 NAME OF REPORTING PERSON
Brown Advisory Incorporated ("BA,
Inc.")

I.R.S. IDENTIFICATION NO. OF
ABOVE PERSON (ENTITIES ONLY)
52-2112409

2 CHECK THE APPROPRIATE BOX IF
A MEMBER OF A GROUP
(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF
ORGANIZATION
BA, Inc. is a Maryland Corporation

| | | |
|--|---|---------------------------------------|
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 5 | SOLE VOTING POWER 4,463,043 |
| | 6 | SHARED VOTING POWER 0 |
| | 7 | SOLE DISPOSITIVE POWER 0 |
| | 8 | SHARED DISPOSITIVE POWER 4,502,844 |

9 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON
4,502,844

10 CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)
5.3%

12 TYPE OF REPORTING PERSON
HC (Holding Company)

CUSIP No.: 24869P104

NAME OF REPORTING PERSON
Brown Advisory, LLC ("BA, LLC")

1 I.R.S. IDENTIFICATION NO. OF
ABOVE PERSON (ENTITIES ONLY)
26-0680642

2 CHECK THE APPROPRIATE BOX IF
A MEMBER OF A GROUP
(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF
ORGANIZATION
BA, LLC is a Maryland Company

NUMBER OF 5 SOLE VOTING POWER
SHARES 4,322,790
BENEFICIALLY 6 SHARED VOTING POWER
OWNED BY EACH 0
REPORTING 7 SOLE DISPOSITIVE POWER
PERSON WITH 0
8 SHARED DISPOSITIVE POWER
4,359,881

9 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON
4,359,881

10 CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)
5.11%

12 TYPE OF REPORTING PERSON
IA (Investment Adviser)

CUSIP No.: 24869P104

1 NAME OF REPORTING PERSON
Brown Investment Advisory & Trust
Company ("BIATC")

I.R.S. IDENTIFICATION NO. OF
ABOVE PERSON (ENTITIES ONLY)
52-1811121

2 CHECK THE APPROPRIATE BOX IF
A MEMBER OF A GROUP

(a) []
(b) []

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
BIATC is a Maryland Company

| | | |
|---|---|-------------------------------------|
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 5 | SOLE VOTING POWER 140,253 |
| | 6 | SHARED VOTING POWER 0 |
| | 7 | SOLE DISPOSITIVE POWER 0 |
| | 8 | SHARED DISPOSITIVE POWER 142,963 |

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
142,963

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
0.17%

12 TYPE OF REPORTING PERSON
BK (Bank)

CUSIP No.: 24869P104

ITEM 1(a). NAME OF ISSUER:

Denny's Corp

ADDRESS OF ISSUER'S

ITEM 1(b). PRINCIPAL EXECUTIVE OFFICES:

203 EAST MAIN STREET
SPARTANBURG

SC 29319

ITEM 2(a). NAME OF
PERSON FILING:

Brown Advisory
Incorporated ("BA,
Inc.")
Brown Advisory,
LLC ("BA, LLC")
Brown Investment
Advisory & Trust
Company
("BIATC")

ITEM 2(b). ADDRESS OF
PRINCIPAL
BUSINESS
OFFICE OR, IF
NONE,
RESIDENCE:

901 South Bond
Street, Ste. 400
Baltimore, MD
21231

ITEM 2(c). CITIZENSHIP:

Brown Advisory
Incorporated ("BA,
Inc.") - BA, Inc. is
a Maryland
Corporation
Brown Advisory,
LLC ("BA, LLC") -
BA, LLC is a
Maryland Company
Brown Investment
Advisory & Trust
Company
("BIATC") -
BIATC is a
Maryland Company

ITEM 2(d). TITLE OF CLASS
OF SECURITIES:

ITEM 2(e). CUSIP NUMBER:

24869P104

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO SECTION 240.13d-1(b), or 13d-2(b) or (c) CHECK
WHETHER THE PERSON FILING IS A:

- (a) Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78c);
(b) Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c);

- (c) Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8);
- (e) An investment adviser in accordance with 240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with 240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with 240.13d-1(b)(1)(ii)(G);
- (h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) A non-U.S. institution in accordance with 240.13d-1(b)(1)(ii)(J);
- (k) Group, in accordance with 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with 240.13d1(b)(1)(ii)(J), please specify the type of institution:

BA, Inc. is a parent holding company or control person in accordance with 240.13d-1(b)(1)(ii)(G);
BA, LLC is an investment adviser in accordance with 240.13d-1(b)(1)(ii)(E);
BIATC is a Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c)

ITEM
4.

OWNERSHIP:

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount beneficially owned:

4,502,844

- (b) Percent of class:

5.3%

- (c) Number of shares as to which the person has:

- (i) Sole power to vote or to direct the vote:

Brown Advisory Incorporated ("BA, Inc.") - 4,463,043

Brown Advisory, LLC ("BA, LLC") - 4,322,790

Brown Investment Advisory & Trust Company ("BIATC") - 140,253

- (ii) Shared power to vote or to direct the vote:

Brown Advisory Incorporated ("BA, Inc.") - 0

Brown Advisory, LLC ("BA, LLC") - 0

Brown Investment Advisory & Trust Company ("BIATC") - 0

- (iii) Sole power to dispose or to direct the disposition of:

Brown Advisory Incorporated ("BA, Inc.") - 0

Brown Advisory, LLC ("BA, LLC") - 0

Brown Investment Advisory & Trust Company ("BIATC") - 0

- (iv) Shared power to dispose or to direct the disposition of:

Brown Advisory Incorporated ("BA, Inc.") - 4,502,844

Brown Advisory, LLC ("BA, LLC") - 4,359,881

Brown Investment Advisory & Trust Company ("BIATC") - 142,963

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 [].

ITEM 6. OWNERSHIP OF
MORE THAN FIVE
PERCENT ON BEHALF
OF ANOTHER
PERSON:

The total securities being
reported are beneficially
owned by investment
companies and other
managed accounts of
direct/indirect
subsidiaries of BA, Inc.
(listed above).

These subsidiaries may
be deemed to be
beneficial owners of the
reported securities
because applicable
investment advisory
contracts provide voting
and/or investment power
over securities.

ITEM 7. IDENTIFICATION
AND
CLASSIFICATION OF
THE SUBSIDIARY
WHICH ACQUIRED
THE SECURITY
BEING REPORTED ON
BY THE PARENT
HOLDING COMPANY:

Brown Advisory, Inc.
("BA, Inc.") is a parent
holding company filing
this schedule on behalf of
the following

subsidiaries pursuant to
Rule
13d-1(b)(1)(ii)(G) under
the Securities Exchange
Act of 1934:

Brown Investment
Advisory & Trust
Company ("BIATC") -
BK (Bank)
Brown Advisory, LLC
("BA, LLC") - IA
(Investment Adviser)

IDENTIFICATION
AND

ITEM 8. CLASSIFICATION OF
MEMBERS OF THE
GROUP:

ITEM 9. NOTICE OF
DISSOLUTION OF
GROUP:

ITEM 10. CERTIFICATION:

By signing below I
certify that, to the best of
my knowledge and
belief, the securities
referred to above were
acquired and are held in
the ordinary course of
business and were not
acquired and are not held
for the purpose of or with
the effect of changing or
influencing the control of
the issuer of the
securities and were not
acquired and are not held
in connection with or as a
participant in any
transaction having that
purpose or effect.

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.

October 10, 2014

Date

Brown Advisory Incorporated ("BA, Inc.")

Signature

Brett D. Rogers, Chief Compliance Officer

Name/Title

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).

CUSIP No.: 24869P104

Joint Filing Agreement

Party signing this filing agrees that this statement is submitted as a joint filing on behalf of the undersigned:

Brown Advisory Incorporated ("BA, Inc.") - Parent Holding Company

Brown Advisory,LLC ("BA, LLC")

Brown Investment Advisory & Trust Company ("BIATC")