

# Dine Brands Global, Inc.

## Global Code of Conduct



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## **Our Promise**

Uniting communities over great food and memorable dining experiences.

## **Our Values**

### **Take Responsibility**

- We are accountable and can be trusted to deliver exceptional results.
  - Choose to act when you see an opportunity to make a difference.
  - Clearly understand what is expected of you and your work.
  - Do what you say you are going to do with a sense of urgency.
  - Take ownership of results and work diligently to make corrections.
  - Be persistent in figuring things out and seek help when the path is unclear.

### **Further Together**

- We can only reach our potential by working together and choosing the greater good over individual interests.
  - Be of service to others and offer to help when you see there is a need.
  - Assume positive intent and listen to understand.
  - Passionately debate the topic (not the person) then commit to the chosen direction.
  - Engage people in the process and make decisions that best support the enterprise.
  - Share ideas, learning, and results openly for the benefit of others.

### **Always Better**

- We know innovation is a catalyst for everyday improvement and long-term growth.
  - Look for and speak up when you believe there is a better way.
  - Seek diverse perspectives to produce the best ideas and plan.
  - Use data and research to guide thinking.
  - Take informed risks and learn by doing.

### **Recognize the Good**

- We appreciate great people, great work, and the impact we can have on those around us.
  - Express gratitude and frequently celebrate wins, people, and great work.
  - Acknowledge the everyday work that leads to our success.
  - Maintain a sense of optimism in the face of challenges.
  - Enjoy the journey by adding positive energy and fun to the environment.
  - Show pride in our organization and brand.

### **Embrace All**

- We are strengthened by our differences as an organization and as a business.
  - Appreciate people of all backgrounds and experiences and consciously make everyone feel welcome.
  - Take the time to learn about the people you work with and seek common threads.
  - Demonstrate an openness to different perspectives and ask for diverse feedback.
  - Continuously strive to be inclusive and work to lessen the impact of your biases.

## Introduction

As used throughout this Code, the terms "Dine Brands" and "Corporation" refer to Dine Brands Global, Inc., International House of Pancakes, LLC., and Applebee's Services, Inc. and their subsidiaries and affiliates. The term "team member(s)" refers to all employees (including officers) of the Corporation.

This Code is designed to support the Corporation's vision and values by helping you understand and follow the Corporation's policies with respect to business conduct. We believe that it will provide a useful guide to you in your day-to-day business activities.

This Code is a reaffirmation of the Corporation's longstanding commitment to ethical business conduct and the strict observance of all laws and regulations applicable to the Corporation and its business. The Code cannot provide definitive answers to all questions. For that, we must ultimately rely on each person's good sense of what is right, including a sense of when it is proper to seek guidance on the appropriate course of conduct. Thus, the Code is designed to alert you to situations that may arise in the course of business, so that you will know when you should obtain guidance.

## Global Principles of Business Conduct

*Community Involvement* – We are committed to improving the communities in which we conduct business by creating meaningful employment, contributing to economic and social development, using resources effectively, supporting local community values, and promoting diversity among our team members, franchisees, suppliers, and vendor partners.

*Employment Standards* – Our team members are provided safe work environments and work conditions where they are fairly compensated and free from exploitation, harassment, and discrimination. Responsible employment practices are followed and enforced concerning areas such as wages and benefits, working hours, child labor, prison labor, forced labor, health and safety, discrimination, disciplinary actions, equal opportunity, diversity, and substance use or abuse.

*Observance of High Ethical Standards* – We aspire as individuals and in the conduct of our business activities to exemplify the highest ethical standards. We place a tremendous emphasis on personal integrity and honesty and believe that the balance of both short- and long-term results while upholding our values is our best measure of performance. Integrity and ethical conduct—both on and off the job—is necessary, because we represent our business in the marketplace, and our conduct may directly impact the success of our business and our brand.

*Compliance with Applicable Laws* – Our business activities and conduct comply with all legal requirements relevant to the communities in which we conduct our business.

## **Purpose, Scope, and Applicability**

This Code of Conduct establishes general guidelines and standards of ethical behavior to guide the business activities and actions of team members of the Corporation on a global basis.

### **Purpose**

The intent of the Code is to provide a framework to: (1) help each of us understand our responsibilities; (2) create awareness of some of the legal, regulatory, and ethical issues we may encounter while conducting the Corporation's business; and (3) direct us to resources that provide additional detail or expertise for guidance relating to complex or unfamiliar areas of the business.

### **Scope**

The Code's guidelines and standards apply to all team members, regardless of position.

Other underlying policies have been established to govern specific activities and more fully define the expectations around those activities, such as Insider Trading, Anti-Discrimination, and Harassment policies in the Dine Brands Handbook, Cybersecurity, and Business Expense and Travel. Copies of these and other corporate policies may be obtained from the Human Resources Department.

### **Applicability**

The Code and these underlying policies are to guide our business activities on a daily basis. It is expected that both the letter and spirit of this Code, as well as all corporate policies and applicable laws and regulations, will be followed in the conduct of all aspects of the Corporation's operations. All team members will be held to these expectations in the performance of their duties and in fulfilling their responsibilities to the Corporation. The Corporation recognizes that team members have a right to privacy when not on the job. However, consistent with applicable law, a team member may be disciplined, up to and including termination, for conduct that is inconsistent with our values, regardless of where or when it occurs, based on the potential negative impact the conduct may have on the team member's job performance, our business, and the public's perception of the Corporation.

## **How We Work With Each Other**

We believe that our most important strength is having the right people in the right positions, motivated to perform individually and collectively. We strive to provide a work environment where all team members can reach their full potential and contribute to the Corporation's success. In doing so, we:

- Provide equal opportunity in all aspects of employment for all team members and applicants and a workplace free from discrimination, harassment, and retaliation, where people are respected, regardless of individual differences, talents, or characteristics.
- Foster a diverse and inclusive culture that welcomes and embraces the value of our differences and provides everyone with equal access to opportunities. We believe in treating each other with respect and dignity and fostering an atmosphere of open communication.
- Ensure the safety and well-being of our team members. This necessitates providing a work environment where team members are not put at risk of physical harm and are fairly compensated. While recognizing the demands of operating in a

competitive retail environment, we nevertheless support, respect, and encourage team members to achieve professional and personal balance in their lives.

In all of our business dealings, we:

- Treat everyone honestly, fairly, and objectively.
- Avoid any unfair or deceptive practice.
- Present our business in an honest and forthright manner.
- Encourage fair and vigorous competition for our business and select our vendor partners strictly on merit.
- Support and value diversity among our contractors, consultants, vendors, and franchisees.

We are committed to the continuation of free enterprise, and we support and comply with all laws that prohibit unfair or unethical business practices, such as unlawful restrictions on competition.

## **Work Environment**

All of us want and deserve a workplace where we are respected and appreciated. Each of us must contribute to the creation of such an environment. Supervisors and managers have a special responsibility to: (1) foster a workplace that supports honesty, integrity, respect, and trust; and (2) promote an environment in which all laws, regulations, and policies are expected to be followed by all and consistently enforced.

### **Non-Discrimination**

We do not tolerate discrimination in any of our business relationships, internal or external, on the basis of race, color, sex, national origin, citizenship, religion, sexual orientation, gender identity, marital status, age, mental or physical handicap or disability, veteran status, or any other basis prohibited by law.

### **Prohibition on Harassment**

We strive to create and maintain a work culture that is free of harassment of any kind, including:

**Sexual Harassment** – Sexual harassment is the use of sexual pressure (1) where submission is made a term or condition of employment, (2) where submission to or rejection of such conduct is used as a basis for employment decisions, or (3) where such conduct has the purpose or effect of unreasonably interfering with your work performance or creating an intimidating, offensive, or hostile work environment.

Sexual pressure includes (as examples) unwelcome comments, jokes, or slurs of a sexual nature; unnecessary or offensive touching, impeding, or blocking; offensive emails of a sexual nature, or derogatory or offensive posters, cartoons, drawings, or gestures.

**Other Forms of Harassment** – Other forms of harassment include, for example, written, verbal, or physical conduct that degrades or shows hostility or hatred toward an individual because of the team member's race, color, sex, national origin, citizenship, religion, sexual orientation, marital status, age, mental or physical handicap or disability, military status, or any other basis protected by law.

**Workplace Safety** – We operate our business in a manner that does not compromise workplace safety. Our objective is to eliminate all injuries; protect the health of our team members, partners, and patrons; and prevent or minimize any negative impact on the environment. All team members have the responsibility to maintain our facilities in clean and orderly working condition, follow good safety practices, and comply with all corporate policies, laws, and regulations relating to safety in the workplace. Team members are encouraged and expected to notify their supervisors or facilities management immediately upon identifying any hazardous or unsafe conditions.

## **Relationships With Team Members**

To avoid misunderstandings, complaints of favoritism, and employee morale problems that could result from personal or social relationships involving coworkers, corporate policy prohibits managerial or supervisory team members from:

- Directly (or indirectly through the line of supervision) managing or supervising a member of the team member’s family. “Family members” include spouses, children, sisters, brothers, mothers, fathers, domestic partners, and in-laws.
- Dating a team member in the team member’s direct line of supervision, while employed by the Corporation.

Efforts will be made to transfer one of the parties involved if it can be done without undue disruption of the Corporation’s business. If a suitable transfer is not possible, one of the parties will be required to terminate the team member’s employment with the Corporation.

## **Employment at Will**

Team members are “employees-at-will.” This means that team members do not have any guarantee or promise of employment for any particular period of time or based on their performance. At the option of either the team member or the Corporation, a team member’s employment may be terminated, with or without cause, and with or without notice, at any time. In certain circumstances, an employment agreement may be proposed at the discretion of the Corporation.

## **Immigration Laws**

United States laws prohibit the employment of individuals who are not authorized to work in the United States and require employers to document the citizenship status and employment eligibility of all new team members. The Corporation is committed to compliance with the federal immigration laws and utilizes E-Verify. Offers of employment are made subject to verification of eligibility for employment in compliance with immigration laws.

## **Conflicts of Interest**

Team members are expected to place the interests of the Corporation ahead of any personal interests in connection with the Corporation’s business operations. A conflict of interest occurs when your personal interests (or those of a family member—defined as a spouse, parent, child, sibling, in-law, or domestic partner) interfere, or even appear to interfere, with the best interests of the Corporation.

Conflicts of interest may include, for example:

- You have a personal relationship with any individual doing business with the Corporation, where favoritism or preferential treatment either occurs or is perceived to occur.
- You have a personal interest in a competitor, vendor, or franchisee of the Corporation. However, it is not typically considered a conflict of interest (and therefore, prior approval is not required) to have an interest of less than 1% of the outstanding shares of a publicly traded company.
- You acquire a personal or family interest in property (such as real estate, patent rights, securities, or other rights) in a business where, reasonably, you should know the Corporation has, or might have, an interest.
- You have an outside interest, activity, or job that affects job performance, such as one that requires a significant amount of time and attention diverted from your responsibilities to the Corporation or that utilizes the skills, know-how, or resources you have acquired and/or use at the Corporation.
- You receive an improper payment or personal benefit as a result of your employment with the Corporation.
- You learn and take personal advantage of a business or investment opportunity through use of corporate property, your position with the Corporation, or non-public information obtained through employment with the Corporation.

The Corporation expects you to avoid any investment, interest, association, or relationship that might interfere with your ability to make independent judgments or decisions on the Corporation's behalf or that might create the perception or appearance of impropriety.

If a conflict of interest (or potential conflict) arises, you must disclose it to your supervisor and the Compliance Officer. Executive officers of the Corporation who encounter a potential or actual conflict of interest must fully disclose all facts and circumstances to the Corporation's General Counsel & Corporate Secretary, who will inform and seek a determination from the Audit and Finance Committee of the Board as to whether a conflict exists and the appropriate disposition of the matter.

## **Gifts and Entertainment**

When making business decisions on behalf of the Corporation, your decisions must be based on uncompromised, objective judgment. All business activities (including interactions with vendors, franchisees, and consultants) must be conducted in the best interest of the Corporation, using consistent and unbiased standards.

### **Receipt of Gifts, Entertainment, and Business Courtesies**

You should never solicit gifts, entertainment, or any other business courtesy from a business acquaintance, nor should you accept a gift or other benefit if your business judgment or decisions could be, or appear to be, influenced by such gesture. Unsolicited gifts and business courtesies, including meals and entertainment, are permissible if:

- The fair market value does not exceed \$150,
- They are customary and commonly accepted business courtesies, and
- They are given and accepted without an express or implied understanding that you are in any way obligated by your acceptance of the gift.

Gifts that are extravagant or unusual in nature or have a value of greater than \$150 shall not be accepted without the prior written approval of the officer (Vice President or more senior officer) who oversees your department or the Compliance Officer.

While gifts tend to be offered in connection with a holiday or special occasion, gifts should not otherwise be accepted on a repeated or frequent basis such that a pattern of receiving gifts is established. Gifts of cash or cash equivalents (including gift certificates, securities, below-market loans, etc.) in any amount are prohibited and must not be accepted.

You should promptly disclose to your supervisor or Compliance Officer if you receive or are offered a gift, entertainment, or other personal benefit that does not meet the guidelines above. The form that you should use to make a disclosure may be obtained from the Human Resources Department, the Legal Department, or the IHOP and Applebee's portals.

### **Providing Gifts, Entertainment, and Business Courtesies**

When providing a gift, entertainment, or other accommodation in connection with the Corporation's business, you must do so in a manner that is in good taste and without excessive expense. You may not furnish or offer to furnish any gift that is of more than token value or that goes beyond the common courtesies associated with accepted business practices. You should follow the above guidelines for receiving gifts in determining when it is appropriate to give gifts and when prior written approval from your supervisor or the Compliance Officer is required.

Certain additional restrictions apply with respect to government employees and officials and are described in the section below titled "Government Officials and Employees."

### **Government Officials and Employees**

With respect to gifts and entertainment, what is acceptable in the commercial business environment may be entirely unacceptable in dealings with the government. Strict laws govern the provision of gifts to government officials and employees. All team members must comply with all such laws. Even where permitted by law, no team member may provide a gift or anything of value—including meals, entertainment, transportation, and lodging—to any government official, employee, or member of their family without prior written approval from the Compliance Officer. This rule applies to U.S. government officials (federal, state, and local levels) and foreign government officials. Please refer to the Foreign Corrupt Practices Act Compliance Policy available through the Legal Department's section of the Dine Brands portal for additional rules governing contact with foreign government officials.

## **Political & Community Involvement**

### **Personal Activities**

We encourage team members to participate in community and political activities on their own time, provided such participation does not interfere with work responsibilities or overall job performance. Such participation may include voluntarily making personal political contributions, participating in the political process, expressing personal views on legislative or political matters, or otherwise engaging in political or community activities. However, you must ensure that your personal activities are not in any way perceived as representing the Corporation.

Further, the Corporation will not compensate or reimburse you in any way for any political contribution or other expense you incur by way of your participation in these activities. Any decision by you to contribute personal time, money, or resources to any political activity is entirely voluntary and at your own expense.

### **Corporate Activities**

Federal law prohibits the use of corporate funds, assets, services, or facilities on behalf of a political party or candidate except under certain limited circumstances. No individual should undertake any such activity without first consulting the Legal Department.

The Corporation may receive contributions from eligible team members and make political contributions to a trade association Political Action Committee (PAC) to support candidates and issues that are aligned with the Corporation's interests. The decision to make or not make an individual contribution to a PAC is strictly voluntary and will not affect in any way an individual's employment. It is important to note that such voluntary contributions are not tax deductible.

## **Protection of Corporate Property**

### **Corporate Assets**

We each have a duty to protect the Corporation's assets and ensure their efficient use. Theft, carelessness, and waste have a direct impact on the Corporation's profitability. Each of us must take all reasonable measures to prevent damage to, and theft or misuse of, corporate property. Except as specifically authorized, corporate assets, including corporate time, equipment, materials, resources, and proprietary information, must be used for business purposes only. When you leave the Corporation, all corporate property must be returned, regardless of its location.

### **Computer and Voice Communications Systems**

The Corporation's computer and communication resources—including, for example, computers, cell phones, voicemail, email, and Internet access—provide substantial benefits, but they also present significant security and liability risks to you and the Corporation. It is extremely important that you take all necessary measures to secure any such property while in your possession and use it in a manner consistent with this Code, and, to the extent applicable, the Mobile Device Acceptable Use Policy.

All files and data stored on corporate resources or generated by you in connection with your employment, regardless of their format or location, are owned by the Corporation. You should have no expectation of personal privacy in connection with use of these resources. The Corporation may, from time to time and at its sole discretion, review any and all files or data stored or transmitted on any of these resources to ensure compliance with corporate policy and laws.

Incidental and occasional personal use of these resources is permitted, but such use (1) should be limited; (2) must not interfere with your job in any way; and (3) must be consistent with all other corporate policies, including those relating to harassment, privacy, copyright, trademark, trade secret, and other intellectual property considerations. Any improper use of these resources may reflect poorly on the Corporation, damage its reputation, and expose you and the Corporation to legal liability.

If you have any reason to believe that any password or the security of a corporate computer or communication resource has in any manner been compromised, you must change your password immediately and report the incident to the Human Resources Department,

Security Director, and Compliance Officer.

## **Information Integrity**

### **Confidential and Proprietary Information**

In your employment, you may learn facts about the Corporation's business, plans, operations, legal matters, or "secrets of success" that are not known to the general public or to competitors ("confidential information" or "trade secrets"). Confidential information includes all non-public information and related materials, including but not limited to: (a) trade secrets; (b) business information, such as historic and projected data related to sales, traffic and advertising expenditures, analyses, compilations, forecasts, studies, notes, strategies, operations, methods, planning, marketing interests, products, recipes, menus, formulae, or devices; (c) technical information, such as research, development, procedures, algorithms, data, designs, and know-how; (d) financial and pricing information; (e) information related to anticipated or actual litigation or business disputes; (f) information related to actions, proceedings, or investigations pending or threatened against the Corporation; (g) vendor agreements or any information directly or indirectly related to the content or subject matter of the vendor agreements; or (h) proprietary or confidential information of any third party who may disclose such information to the Corporation.

Team members must not improperly disclose or use any confidential information obtained as a result of your employment with the Corporation. You must also guard the confidentiality of, and uphold obligations regarding, proprietary information obtained from former employers or other third parties. This duty of confidentiality survives the termination of your employment, whether voluntary or involuntary. If you have a question as to whether information is confidential or proprietary, you should contact the Legal Department and abstain from using or disclosing such information until you are informed that use or disclosure is permitted.

### **Material Nonpublic Information**

The Corporation is committed to fair and accurate disclosure of material nonpublic information as and when required by law or deemed by the Corporation to be advisable. We obey all laws designed to protect the investing public with respect to the use and disclosure of "material nonpublic information."

"Nonpublic" information is information that is not generally known or available to the public. One common misconception is that material information loses its "nonpublic" status as soon as a press release is issued disclosing the information. In fact, information is considered to be available to the public only when it has been released broadly to the marketplace (such as by a press release or a filing with the Securities and Exchange Commission), and the investing public has had time to absorb the information fully.

Information is "material" if (a) there is a substantial likelihood that a reasonable investor would find the information important in determining whether to buy, sell, or hold a security, or (b) the information, if made public, likely would affect the market price of a corporation's securities. The Corporation has strictly-defined channels for properly releasing information to the public. Common examples of material information might include the following: (1) earnings or loss projections or earnings guidance; (2) financial data; (3) mergers and acquisitions or joint venture; (4) entry into or termination of a material contract; (5) new menu items, customers, or suppliers; (6) marketing plans; (7) capital investment plans; (8) litigation, administrative actions, or governmental

investigations; (9) corporate finance and capital markets activities; (10) management changes; (11) changes in accounting methods and write-offs; (12) changes in control or in management of the Corporation, and (13) changes in the Corporation's auditors or a notification from its auditors that the Corporation may no longer rely on the auditors' audit report.

When in possession of material nonpublic information of any publicly traded company, you must not buy or sell securities of that company (known as "insider trading") or pass such information on to someone else (known as "tipping"), who then buys or sells securities based on that information. Disclosure is permitted only to those team members who have a legitimate need to know the information for purposes of carrying out the Corporation's business and who are likewise obligated to maintain the information in confidence. The Corporation's Insider Trading Policy should be a first source of reference if you have any questions regarding insider trading laws that are applicable to you and what is material non-public information. You should also consult the Legal Department before taking any action that may be considered insider trading.

### **Financial Records**

The Corporation is committed to maintaining books and records that accurately and fairly reflect our financial transactions and comply with all applicable laws and regulations. The creation of false or misleading entries, records, or documentation is strictly prohibited. In this respect, the following guidelines must be followed:

- You must complete all corporate documents accurately, truthfully, and in a timely manner, including all travel and expense reports.
- When applicable, documents must be properly authorized.
- You must record the Corporation's financial activities in compliance with all applicable laws and accounting practices. No undisclosed or unrecorded funds or assets may be established for any purpose.
- You must never make a payment or establish an account on behalf of the Corporation with the understanding that any part of the payment or account is to be used for a purpose other than as described by the supporting documents.

The Corporation has in place internal controls to ensure compliance with these guidelines, as well as with standard practices, and Generally Accepted Accounting Principles. It is the responsibility of all team members to promptly disclose any information or concern regarding any significant deficiencies in the design or operation of these systems which could adversely affect the Corporation's ability to record, process, summarize, and report financial data.

Further, it is corporate policy to make full, fair, accurate, timely, and understandable disclosures in all reports and documents that the Corporation files with, or submits to, the Securities and Exchange Commission and in all other public communications.

Team members have responsibility to ensure that false or intentionally misleading information is not given in the Corporation's filings or public communications.

If you have reason to believe that the Corporation's books and records do not uphold any of these standards or are aware of any fraud—whether or not material—involving any team member, disclosures, or internal controls, you should report the situation immediately to your supervisor or to the Compliance Officer. You may also report your concerns regarding the Corporation's accounting, internal accounting controls, or auditing matters

confidentially and anonymously on the “Resolve It!” hotline at (844) 431-3463.

## **Personally Identifiable Information**

In your employment, you may have access to personal information that can be associated with a particular person and used to identify or locate that person (“Personal Information”). The Corporation has established a policy and safeguards to protect Personal Information from unauthorized access, use, or disclosure. Only those team members with a business need to know Personal Information should be allowed to have access to it. If you do have access to Personal Information, you are expected to take reasonable measures to protect it from improper access or use. You should only use or disclose the minimum Personal Information necessary to accomplish your business purpose. All Personal Information should be stored in a secure location, and you should take the necessary steps to maintain the privacy and security of the information. If you receive a request from a third party for Personal Information, you should contact the Legal Department or the Compliance Officer. If your employment with the Corporation ceases, you must immediately return to the Corporation all Personal information in your possession. If you suspect a violation of this policy, you should report it to your supervisor, the Legal Department, or the Compliance Officer.

## **Records Management**

All team members are accountable to ensure corporate documents are retained for an appropriate time and as required by law. The Corporation’s Records Management Policy defines how long records are to be retained, as well as when and how records and other documents may be destroyed. In certain circumstances, such as investigations and pending legal matters, records and documents must be retained until such matters are resolved.

Under no circumstance should you selectively destroy corporate records or maintain them outside of the Corporation’s premises or designated storage facilities except in those instances where you have been authorized to temporarily work on them off-site and in accordance with applicable policies. Questions should be addressed with the Legal Department prior to destroying or otherwise disposing of any corporate records.

## **Fair Business Practices**

The Corporation depends on its reputation for quality, service, and integrity. The way we deal with our franchisees, customers, competitors, and suppliers molds our reputation, builds long-term trust, and ultimately determines our success. We must never take unfair advantage of others through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair business practice.

### **Antitrust Laws**

Antitrust laws protect competition by prohibiting activities that unreasonably restrict competition. The Corporation supports and complies with all laws that prohibit unfair or unethical business practices. The responsibility for compliance rests with each of us.

The antitrust laws are complicated, and not always intuitive. Individuals involved in discussions with competitors, or in customer relations, licensing arrangements, acquisitions, joint or team bidding, or other joint venture arrangements, must be particularly attentive to these laws.

Unlawful activities under the antitrust laws include such things as:

- Agreements between competitors with respect to price or terms of sale.

- Dividing customers, territories, or markets, and refusing to do business with third parties.

In all contacts with competitors, you must not enter into any agreement of any kind concerning pricing, costs, discounts, margins, profits, conditions of sales, marketing plans, dissatisfaction with particular suppliers or customers, or similar types of sensitive business subjects. If a discussion of any such agreement occurs, you should emphatically refuse to discuss the matter and immediately leave the meeting (or hang up the phone). All such incidents must be reported immediately to the General Counsel.

Communications with our franchisees, suppliers, and competitors should be clear, concise, and accurate. Perfectly legal behavior may become suspect because of a poor choice of words or misleading manner or expression. Moreover, any conversation between competitors could be misunderstood as having played a role in the pricing process.

### **Consequences for Violation**

Consequences for violation of these laws may include substantial fines imposed on the Corporation, restrictions on its future activities, and even individual fines and imprisonment of those involved in or accountable for illegal activities. Before engaging in any activity involving competitors, you should consult the Legal Department about potential antitrust issues.

### **Competitive Relationship With Franchisees**

Franchises are non-company owned retail stores with which the Corporation has a unique relationship. The Corporation's two brands have somewhat different relationships with their respective franchisees; however, both structures comply with applicable laws and regulations.

Although the Corporation provides products and services to its franchisees, its franchisees may be considered competitors of the brand (depending on location and other factors) as well as of each other. Consequently, each franchisee must make independent pricing decisions. The relationship between the Corporation and its franchisees may be subject to antitrust laws and corporate policies governing competitive relationships, as described above.

If you have any questions about corporate conduct involving franchisees, you should consult with the Legal Department.

## **Environmental, Social, and Governance**

As we have grown our business, we have broadened our vision to include our impact on the environment and society. This makes good business sense as it resonates with our team members and guests who, increasingly, are looking more closely at how businesses and brands contribute to society.

Team members are expected to act in accordance with our values that are detailed in our Environmental, Social, and Governance ("ESG") Report located on our website:

<https://www.dinebrands.com/en/esg>.

If you become aware that any team member is violating any environmental law, regulation, or permit, providing false information or data, or bypassing any environmental control or monitoring device, you must immediately report that information to your supervisor, the Legal Department, or the Compliance Officer.

## **Global Relations**

As an international organization, we recognize our responsibility to the interests of the countries in which we do business. We obey all laws and regulations and respect the lawful customs of host countries.

Laws and regulations governing international business activities are complex and highly regulated. Team members whose positions involve international activities are expected to become familiar with, and stay current on, all applicable laws and regulations. However, all of us have an obligation to be aware generally of such highly regulated areas and to report any potential issues or questions that come to our attention. Please refer to the Foreign Corrupt Practices Act Compliance Policy available through the Dine Brands portal for additional rules for all team members who have international responsibilities.

### **Unlawful or Questionable Payments**

Making any payment that is unlawful or improper under the laws of any country in which we do business is a violation of corporate policy and is strictly prohibited. This includes payments made, directly or indirectly, to any public official, government, governmental agency, political party, politician, or others for the purpose of obtaining or retaining business, unless such payments are expressly permitted under the written laws of the country in which the payments are made. "Payments" include the offering of expensive gifts, bribes, or any other form of compensation or value.

If it is unclear as to whether any payment or gift is appropriate, the matter should be brought to the immediate attention of the highest-level management possible. In any event, appropriate documentation must be maintained for all payments in accordance with sound recordkeeping practices.

Please refer to the Foreign Corrupt Practices Act Compliance Policy available through the Dine Brands portal for additional rules for all team members who have international responsibilities.

### **Antiboycott Laws**

Antiboycott laws prohibit businesses and individuals from participating in or cooperating with certain international boycotts. A boycott might include refusing to do business with certain people or countries. Information relating to such activities should be reported to the Legal Department immediately to ensure appropriate compliance and reporting requirements are met.

### **Import/Export Controls**

Our international activities are subject to laws concerning the import and export/re-export of goods and technology in and out of countries in which we do business. Individuals involved in international transfer of goods or technology—even through email or the Internet—must become, and remain, familiar with these laws and must strictly adhere to them. Any questions regarding the transfer of goods or technology should be brought to the attention of the Legal Department prior to any action being taken.

### **Trade Sanctions**

Trade sanctions are restrictions imposed on commerce with a particular country with the intent of applying economic and/or political pressure to influence change in the policies and

practices of such country. Restrictions change from time to time and are complex. It is important for those team members who are involved in international trade activities to stay abreast of trade sanctions imposed by the countries in which we do business. Contact the Legal Department with questions or to report potential issues of noncompliance.

## **Implementation of the Code**

### **Seeking Guidance**

This Code cannot provide definitive answers to all questions. If you have questions regarding any of the policies discussed in this Code or if you are in doubt about the best course of action in a particular situation, you should seek guidance from your supervisor, the Legal Department, the Compliance Officer, or any of the other resources identified in this Code.

**The Corporation's Compliance Officer is responsible for overseeing and managing the Corporation's compliance program, including compliance with this Code. You may contact the Compliance Officer as follows:**

**Compliance Officer for Dine Brands Global, Inc., International House of Pancakes, LLC, and Applebee's International, Inc., c/o Applebee's Services, Inc., 450 N. Brand Blvd., 7<sup>th</sup> Floor, Glendale, California, phone (818) 240-6055.**

### **Reporting of Violations**

If you have any questions or concerns about whether any business activity or individual action is appropriate, contact your supervisor or the Compliance Officer. If you know of a violation or potential violation of any law, regulation, or corporate policy, you must report that information immediately to your supervisor or any other supervisory employee, a corporate officer of the Corporation, the Compliance Officer, or the Legal Department. Violations may also be reported on the **"Resolve It!" hotline (confidentially, and anonymously if you prefer) at (844) 431-3463** or in accordance with other policies that may be adopted by the Corporation from time to time to supplement this Policy or provide additional or alternative contacts for reporting of questions and concerns.

Any behavior that is contradictory to or in violation of the spirit and letter of this policy, including failure to report a violation in good faith, may result in disciplinary, and perhaps legal, action against those involved, up to and including termination. If you believe the supervisor to whom you have reported the violation has not taken appropriate action, it is your duty to contact the Compliance Officer. Any reprisal or retaliation against an individual because the individual in good faith reported a violation or suspected violation is strictly forbidden and is, in itself, an act subject to disciplinary action.

### **Investigations of Violations**

Reports of suspected violations will be investigated promptly and will be treated confidentially to the extent reasonably possible under the circumstances and in accordance with the Corporation's legal obligations.

You are expected to cooperate in the investigation of any alleged violation if requested to do so. Investigations of suspected wrongdoing are delicate matters, and acting on your own may compromise the integrity of an investigation and adversely affect both you and the Corporation.

**Modification or Waiver of the Code of Conduct**

The Corporation reserves the right to revise, rescind, and supplement this Code of Conduct at any time when the Corporation deems such changes appropriate. Any waiver of any provision of the Code for executive officers of the Corporation may be granted only by the Board of Directors.



**Statement of Understanding**

1. I have read and understand the Dine Brands Global, Inc. Code of Conduct (“Code”).
2. I acknowledge and accept that my employment is dependent on compliance with the Corporation’s rules and policies.
3. I understand that I will be asked to read and acknowledge annually that I have read and understand the Code.
4. I understand that I have an affirmative obligation to report any violations of the Corporation’s rules and policies through the appropriate reporting channels as set forth in the Code.
5. I hereby confirm that I am not aware of any violations of this Code that have not been reported.
6. I acknowledge that the Code is only a statement of guidelines and policies for individual and business conduct and does not, in any way, constitute an employment contract, an assurance of continued employment, or employment other than at-will.

\_\_\_\_\_  
Please Print Your Name

\_\_\_\_\_  
Signature

Date: \_\_\_\_\_