

Security Ownership of Certain Beneficial Owners and Management

The following table sets forth certain information regarding the ownership of our common stock as of December 31, 2010 by all those known by us to be beneficial owners of our common stock. The applicable address for each of our directors and executive officers is c/o Dennis Corporation, 1800 Huger Street, Columbia, SC 29201.

Common Stock Beneficially Owned

Beneficial Owner	Class A Shares (Voting Shares)	Class B Shares (Non-Voting Shares)
Daniel R. Dennis, III	87,666	
Beth Fleming		2,500*
Frank Hribar		2,500*
Kelly Tam		2,500*
Ross Travis		2,500*
Unissued Stock	<u>12,334</u>	<u>90,000</u>
	100,000	100,000

* 500 shares, of the total 2,500 class B shares, will be given to each board member yearly over 5 years (ending in 2015)

Executive Compensation Disclosure and Analysis

General Statement of Compensation Philosophy

The Dennis Corporation adheres to a compensation philosophy in that compensation is contingent upon an individual's successful performance of primary duties and responsibilities within the context of his/her job; employees are expected to demonstrate the highest degree of personal integrity and ethics, and to exhibit the highest levels of professional competence in the execution of those duties and responsibilities.

Components of Executive Compensation

Compensation of the Company's Named Executives can include the following:

- **Base Salary:** Efforts are being made to ensure that our executives are paid competitively.
- **Incentive Bonus:** Bonuses are determined in January of each year. The bonuses are based on a review of the executive's performance.
- **Benefits:** Dennis Corporation provides all of its fulltime employees with health benefits. Executives benefits at the same levels and rates as all fulltime employees; the amount of company benefit is defined annually.
- **Company Vehicle:** The Company provides all executives a company vehicle.
- **Memberships:** The Company pays all membership dues.

- Training: The Company pays all training costs 100%.

Frequency of Executive Compensation Review

Executive compensation is reviewed annually at the executive's yearly review.

Summary of Compensation

Name and Principal Position	Year	Salary
Daniel R. Dennis, III - President	2011	\$100,000
	2010	\$130,000
	2009	\$120,000
	2008	\$110,000
	2007	\$90,000
	2006	\$70,500
	2005	\$4,000