

## **FOR IMMEDIATE RELEASE**

Contact: Kenneth L. Hignett  
Senior Vice President, Chief Financial Officer & Secretary  
(216) 359-9000

### **MORGAN'S FOODS ANNOUNCES SECOND QUARTER FISCAL 2011 RESULTS**

Cleveland, Ohio (September 29, 2010) -- Morgan's Foods, Inc. (OTC:MRFD) ([www.morgansfoods.com](http://www.morgansfoods.com)) announces second quarter fiscal 2011 results.

Revenues decreased by \$1,529,000 in the quarter ended August 15, 2010 as compared to the prior year quarter primarily as a result of a 5.6%, or \$1,292,000, decrease in comparable restaurant revenues, the permanent closing of one restaurant and the temporary closing during the current year quarter of two restaurants for image enhancement. The decline in comparable restaurant revenues was exacerbated by having no KFC national advertising for five and one half weeks during the current year quarter due to issues in the national advertising committee. The revenue decrease of \$2,290,000 for the twenty-four weeks ended August 15, 2010 compared to the twenty-four weeks ended August 16, 2009 was primarily the result of a 4.1% or \$1,873,000 decrease in comparable restaurant revenues, the permanent closing of two restaurants and the temporary closing during the current year of three restaurants for image enhancement. The decline in comparable restaurant revenues resulted primarily from higher sales in the prior year first quarter during the introduction of grilled chicken (KGC) and the advertising blackout discussed above.

Income before taxes for the fiscal 2011 second quarter decreased to \$223,000 from \$619,000 in the comparable prior year period. This decrease of \$396,000 was primarily the result of lower sales which caused inefficiencies in labor costs and restaurant operating expenses. Income before taxes for the twenty-four weeks ended August 15, 2010 decreased to \$982,000 from \$1,098,000 for the comparable prior year period due to lower profit in the second quarter, partially offset by improved profit margins in the first quarter of the current fiscal year primarily driven by lower food costs.

Net income for the quarter ended August 15, 2010 was \$163,000, or \$.06 per share (\$.05 diluted), compared to \$320,000, or \$.11 per share (\$.11 diluted) for the quarter ended August 16, 2009. Net income for the twenty-four weeks ended August 15, 2010 was \$738,000, or \$.25 per share (\$.24 diluted), compared to the twenty-four weeks ended August 16, 2009 of \$674,000, or \$.23 per share (\$.23 diluted). The changes in net income for the year to date were primarily the result of higher income before taxes and a decrease in the Company's effective tax rate for the current year caused by changes in the estimates of the future usage of deferred tax benefits. This change did not affect the Company's cash balances or cashflow for the current year period as the tax provisions relate primarily to deferred taxes.

Cash provided by operating activities was \$3,142,000 for the twenty-four weeks ended August 15, 2010 compared to \$4,107,000 for the twenty-four weeks ended August 16, 2009. The decrease in operating cash flow was primarily the result of \$168,000 less in cash provided by the change in deferred taxes, \$385,000 less in cash provided by the reduction of accounts receivable, \$91,000 less of cash provided by the increase in accounts payable and \$227,000 less cash provided by funding from supply agreements in the current year period compared the prior year period. The Company paid scheduled long-term bank and capitalized lease debt of \$1,537,000 and \$451,000 of debt before its scheduled maturity in the first twenty-four weeks of fiscal 2011 compared to payments of \$1,496,000 and \$306,000 for the same period in fiscal 2010. Capital expenditures for the first twenty-four weeks of fiscal 2011 were \$1,009,000 less \$234,000 of proceeds from the sale of assets, compared to \$802,000 and \$119,000, respectively, for the same period in fiscal 2010. As of August 15, 2010

management believes that it will not meet the stated deadlines for seven of its image enhancement projects and is in discussions with its franchisors to obtain revised schedules.

“The past quarter has confronted us with challenges and we have met the challenge of operating profitably in the face of declining sales and have minimized the impact of the lower sales volumes while at the same time initiating programs designed to replace some of the lost sales. The loss of national advertising during the quarter was a major factor in the sales decline, however, we believe it was a onetime event. We are looking forward to a healthier revenue structure.” said Leonard Stein-Sapir, Chairman and Chief Executive Officer.

### **Forward-Looking Statements**

Statements in this release that are not historical in nature are forward-looking statements. Forward-looking statements involve risks and uncertainties that could cause actual events or results to differ materially from those expressed or implied in this release. The forward-looking statements reflect the Company’s current expectations, are based upon data available at the time of the statement. Such risks and uncertainties include both Company risks and uncertainties and general economic and industry risks and uncertainties. Such risks and uncertainties include, but are not limited to, the Company’s debt covenant compliance, actions that lenders may take with respect to any debt covenant violations, the Company’s ability to obtain waivers of any debt covenant violations or to pay all of its current and long-term obligations and those risks described in Part I Item 1.A.(“Risk Factors”) of the Company’s Form 10-K for the fiscal year ended February 28, 2009. Economic and industry risks and uncertainties include, but are not limited to, franchisor promotions, business and economic conditions, legislation and governmental regulation, competition, success of operating initiatives and advertising and promotional efforts, volatility of commodity costs and increases in minimum wage and other operating costs, availability and cost of land and construction, consumer preferences, spending patterns and demographic trends. The Company does not undertake any obligation to publicly update or revise any forward-looking statements to reflect future events, information or circumstances that arise after the date of this release.

Morgan’s Foods, Inc. operates a total of 91 restaurants in six states, being comprised of 70 KFC restaurants, 6 Taco Bell restaurants, 10 KFC/Taco Bell “2n1” restaurants, 3 Taco Bell/Pizza Hut Express “2n1’s”, 1 KFC/Pizza Hut Express “2n1” and 1 KFC/A&W “2n1”.

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Table attached.

MORGAN'S FOODS, INC.  
SELECTED FINANCIAL INFORMATION

|  | Quarter Ended   |                 | Twenty-four Weeks Ended |                 |
|--|-----------------|-----------------|-------------------------|-----------------|
|  | August 15, 2010 | August 16, 2009 | August 15, 2010         | August 16, 2009 |
| Revenues                                     | \$ 21,673,000   | \$ 23,202,000   | \$ 43,843,000           | \$ 46,133,000   |
| Cost of sales:                               |                 |                 |                         |                 |
| Food, paper and beverage                     | 6,728,000       | 7,356,000       | 13,485,000              | 14,766,000      |
| Labor and benefits                           | 6,348,000       | 6,405,000       | 12,579,000              | 12,833,000      |
| Restaurant operating expenses                | 5,717,000       | 6,004,000       | 11,351,000              | 11,880,000      |
| Depreciation and amortization                | 648,000         | 711,000         | 1,295,000               | 1,428,000       |
| G&A expenses                                 | 1,419,000       | 1,437,000       | 2,739,000               | 2,846,000       |
| Loss (gain) on restaurant assets             | 49,000          | 15,000          | 99,000                  | 21,000          |
| Operating income                             | 764,000         | 1,274,000       | 2,295,000               | 2,359,000       |
| Interest Expense:                            |                 |                 |                         |                 |
| Prepayment and deferred financing costs      | -               | 82,000          | 98,000                  | 82,000          |
| Bank debt and notes payable                  | 534,000         | 591,000         | 1,095,000               | 1,216,000       |
| Capital leases                               | 24,000          | 25,000          | 48,000                  | 50,000          |
| Other income and expense, net                | (17,000)        | (43,000)        | 72,000                  | (87,000)        |
| Income (loss) before income taxes            | 223,000         | 619,000         | 982,000                 | 1,098,000       |
| Income tax provision                         | 60,000          | 299,000         | 244,000                 | 424,000         |
| Net Income (loss)                            | \$ 163,000      | \$ 320,000      | \$ 738,000              | \$ 674,000      |
| Basic net income (loss) per common share     | \$ 0.06         | \$ 0.11         | \$ 0.25                 | \$ 0.23         |
| Diluted net income (loss) per common share   | \$ 0.05         | \$ 0.11         | \$ 0.24                 | \$ 0.23         |
| Basic average number of shares outstanding   | 2,934,995       | 2,934,995       | 2,934,995               | 2,934,995       |
| Diluted average number of shares outstanding | 3,018,782       | 2,990,361       | 3,026,208               | 2,976,733       |

|   | August 15, 2010 | February 28, 2010 |
|---|-----------------|-------------------|
| <b>ASSETS</b>                               |                 |                   |
| Current assets                              | \$ 6,794,000    | \$ 6,792,000      |
| Property and equipment, net                 | 30,710,000      | 31,227,000        |
| Other assets                                | 508,000         | 546,000           |
| Intangibles                                 | 10,296,000      | 10,360,000        |
| Total assets                                | \$ 48,308,000   | \$ 48,925,000     |
| <b>LIABILITIES AND SHAREHOLDERS' EQUITY</b> |                 |                   |
| Current liabilities                         | \$11,338,000    | \$10,776,000      |
| Long-term debt                              | \$27,712,000    | 29,725,000        |
| Long-term capital lease obligations         | \$1,038,000     | 1,061,000         |
| Other long-term liabilities                 | \$3,731,000     | 3,853,000         |
| Deferred tax liabilities                    | \$2,128,000     | 1,887,000         |
| Total shareholder's equity                  | 2,361,000       | 1,623,000         |
| Total liabilities and shareholders' equity  | \$ 48,308,000   | \$ 48,925,000     |