#### RAWLEY CHARLES E III

Form 4

November 09, 2005

## FORM 4

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

OMB Number: 3235-0287

Estimated average

burden hours per

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

0.5

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

response...

Applicable Line)

Person

\_X\_ Form filed by One Reporting Person \_\_\_\_ Form filed by More than One Reporting

*See* Instruction 1(b).

(Print or Type Responses)

1. Name and Add RAWLEY CH	^	_	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			YUM BRANDS INC [YUM]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
1441 GARDINER LANE			(Month/Day/Year) 11/08/2005	Director 10% Owner _X Officer (give title Other (specify below) CDO		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		

Filed(Month/Day/Year)

### LOUISVILLE, KY 40213

(City)	(State)	(Zip) <b>Tabl</b>	le I - Non-I	Derivative	Securi	ities Acqu	iired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)		Beneficially Form: Direct Owned (D) or Following Indirect (I) Reported (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	11/08/2005	11/08/2005	M	30,000 (1)	A	\$ 15.14	30,139.52	D	
Common Stock	11/08/2005	11/08/2005	S	43 (1)	D	\$ 50.92	30,096.52	D	
Common Stock	11/08/2005	11/08/2005	S	15 (1)	D	\$ 50.89	30,081.52	D	
Common Stock	11/08/2005	11/08/2005	S	59 (1)	D	\$ 50.88	30,022.52	D	
Common Stock	11/08/2005	11/08/2005	S	59 (1)	D	\$ 50.86	29,963.52	D	

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Common Stock	11/08/2005	11/08/2005	S	15 (1)	D	\$ 50.85	29,948.52	D	
Common Stock	11/08/2005	11/08/2005	S	307 (1)	D	\$ 50.84	29,641.52	D	
Common Stock	11/08/2005	11/08/2005	S	263 (1)	D	\$ 50.83	29,378.52	D	
Common Stock	11/08/2005	11/08/2005	S	161 (1)	D	\$ 50.82	29,217.52	D	
Common Stock	11/08/2005	11/08/2005	S	132 (1)	D	\$ 50.81	29,085.52	D	
Common Stock	11/08/2005	11/08/2005	S	351 (1)	D	\$ 50.8	28,734.52	D	
Common Stock	11/08/2005	11/08/2005	S	234 (1)	D	\$ 50.79	28,500.52	D	
Common Stock	11/08/2005	11/08/2005	S	176 (1)	D	\$ 50.78	28,324.52	D	
Common Stock	11/08/2005	11/08/2005	S	161 <u>(1)</u>	D	\$ 50.77	28,163.52	D	
Common Stock	11/08/2005	11/08/2005	S	498 (1)	D	\$ 50.76	27,665.52	D	
Common Stock	11/08/2005	11/08/2005	S	2,224 (1)	D	\$ 50.75	25,441.52	D	
Common Stock	11/08/2005	11/08/2005	S	1,346 (1)	D	\$ 50.74	24,095.52	D	
Common Stock	11/08/2005	11/08/2005	S	834 (1)	D	\$ 50.73	23,261.52	D	
Common Stock	11/08/2005	11/08/2005	S	3,234 (1)	D	\$ 50.72	20,027.52	D	
Common Stock	11/08/2005	11/08/2005	S	2,371 (1)	D	\$ 50.71	17,656.52	D	
Common Stock	11/08/2005	11/08/2005	S	1,888 (1)	D	\$ 50.7	15,768.52	D	
Common Stock							666.68 (2)	I	By 401(k) plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$ 

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	onDerivative		erivative Expiration Date curities (Month/Day/Year) equired (A) Disposed of ) str. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 15.14	11/08/2005	11/08/2005	M		30,000 (1)	01/27/2004	01/27/2010	Common Stock	30,000

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
<b>FB</b>	Director	10% Owner	Officer	Other				
RAWLEY CHARLES E III								
1441 GARDINER LANE			CDO					
LOUISVILLE, KY 40213								

## **Signatures**

Charles E.

Rawley, III 11/09/2005

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Shares exercised and sold pursuant to SEC 10b5-1 plan.
- (2) Reporting person acquired these shares under the Tricon 401(k) plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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