

YUM BRANDS INC
Form 3
April 02, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Eaton Roger G. | | (Month/Day/Year) | YUM BRANDS INC [YUM] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 1441 GARDINER LANE | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| LOUISVILLE,Â KYÂ 40213 | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| (City) | (State) | (Zip) | (give title below) | (specify below) |
| | | | Chief Op and Dev Officer | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| | | | |
|---------------------------------|---|--|---|
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| | | | | | |
|--|--|---|--|---|---|
| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| | Date Exercisable | Expiration Date | | | |
| | | Title | Amount or Number of Shares | | |

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| | | | | | | | |
|--------------------------------------|---------------|--------------|--------------|-----------|---------------|---|---|
| Employee Stock Option (right to buy) | 01/25/2005 | 01/25/2011 | Common Stock | 43,796 | \$ 8.3913 | D | Â |
| Employee Stock Option | 12/31/2005 | 12/31/2011 | Common Stock | 59,000 | \$ 12.2038 | D | Â |
| Phantom Stock | Â <u>(1)</u> | Â <u>(2)</u> | Common Stock | 1,699.57 | \$ <u>(3)</u> | D | Â |
| Phantom Stock | Â <u>(4)</u> | Â <u>(2)</u> | Common Stock | 3,085.77 | \$ <u>(3)</u> | D | Â |
| Employee Stock Option (right to buy) | 01/23/2007 | 01/23/2013 | Common Stock | 60,608 | \$ 12.1625 | D | Â |
| Employee Stock Option (right-to-buy) | 01/27/2008 | 01/27/2014 | Common Stock | 29,020 | \$ 17.23 | D | Â |
| Stock Option Right to Buy | 01/27/2008 | 01/27/2014 | Common Stock | 53,028 | \$ 17.23 | D | Â |
| Phantom Stock | Â <u>(4)</u> | Â <u>(2)</u> | Common Stock | 12,048.99 | \$ <u>(3)</u> | D | Â |
| Stock Option (Right to Buy) | Â <u>(5)</u> | 01/28/2015 | Common Stock | 35,990 | \$ 22.53 | D | Â |
| Phantom Stock | Â <u>(4)</u> | Â <u>(2)</u> | Common Stock | 14,446.83 | \$ <u>(3)</u> | D | Â |
| YUM Stock Appreciation Right | Â <u>(6)</u> | 01/26/2016 | Common Stock | 33,152 | \$ 24.4675 | D | Â |
| Phantom Stock | Â <u>(4)</u> | Â <u>(2)</u> | Common Stock | 12,241.63 | \$ <u>(3)</u> | D | Â |
| Yum Stock Appreciation Right | 01/26/2010 | 01/26/2016 | Common Stock | 20,720 | \$ 24.4675 | D | Â |
| Stock Appreciation Right | Â <u>(7)</u> | 01/19/2017 | Common Stock | 49,844 | \$ 29.61 | D | Â |
| Phantom Stock | Â <u>(8)</u> | Â <u>(2)</u> | Common Stock | 11,928.36 | \$ <u>(3)</u> | D | Â |
| YUM Stock Appreciation Right | Â <u>(9)</u> | 01/24/2018 | Common Stock | 80,314 | \$ 37.3 | D | Â |
| Phantom Stock | Â <u>(10)</u> | Â <u>(2)</u> | Common Stock | 19,965.62 | \$ <u>(3)</u> | D | Â |
| YUM Stock Appreciation Right | 01/24/2013 | 01/24/2018 | Common Stock | 133,856 | \$ 37.3 | D | Â |
| Phantom Stock | Â <u>(10)</u> | Â <u>(2)</u> | Common Stock | 28.12 | \$ <u>(3)</u> | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Eaton Roger G. 1441 GARDINER LANE LOUISVILLE, KY 40213 | Â | Â | Â Chief Op and Dev Officer | Â |

Signatures

Roger G. Eaton 04/01/2008

**Signature of Date
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 of phantom stock are payable in quarterly installments and are subject to earlier withdrawal in accordance with the terms of YUM! Brands, Inc. deferred compensation plan.
- (2) The YUM! Brands, Inc. Executive Income Deferral Plan does not have specified expiration dates.
- (3) Conversion occurs on a one-for-one basis.
- (4) Shares of phantom stock are payable in annual installments and are subject to earlier withdrawal in accordance with the terms of YUM! Brands, Inc. deferred compensation plan.
- (5) Vesting will occur 25% per year beginning 01/28/2006.
- (6) Vesting will occur 25% per year beginning 01/26/2007.
- (7) Vesting will occur 25% per year beginning 01/19/2008.
- (8) Shares of phantom stock payable on 07/01/2009 and are subject to earlier withdrawal in accordance with the terms of YUM! Brands, Inc. deferred plan.
- (9) Vesting will occur 25% per year beginning 1/24/2009.
- (10) Shares of phantom stock are payable on 07/01/2010 and are subject to earlier withdrawal in accordance with the terms of Yum's deferred compensation 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.