

Allan Graham D  
 Form 3  
 February 01, 2005

**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 <b>and</b> Ticker or Trading Symbol	
Â Allan Graham D		(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)
		02/01/2005		
14841 DALLAS PARKWAY			(Check all applicable)	6. Individual or Joint/Group Filing(Check Applicable Line)
	(Street)		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	<input checked="" type="checkbox"/> Form filed by One Reporting Person
DALLAS,Â TXÂ 75254			<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)	(give title below) (specify below)	
			President - YRI	

**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)
Common Stock	2	D	Â

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	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

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				Shares		(I) (Instr. 5)	
Employee Stock Option (right to buy)	01/01/2000	01/25/2006	Common Stock	61,146	\$ 12.27	D	Â
Employee Stock Option (right to buy)	01/20/2002	01/20/2008	Common Stock	42,202	\$ 13.625	D	Â
Employee Stock Option (right to buy)	01/21/2003	01/21/2009	Common Stock	44,710	\$ 23.4844	D	Â
Phantom Stock	Â <u>(1)</u>	Â <u>(2)</u>	Common Stock	4,058	\$ <u>(3)</u>	D	Â
Employee Stock Option (right to buy)	01/27/2004	01/27/2010	Common Stock	99,072	\$ 15.14	D	Â
Employee Stock Option (right to buy)	01/25/2002 <sup>(4)</sup>	01/25/2011	Common Stock	62,566	\$ 16.7825	D	Â
Employee Stock Option	12/31/2002 <sup>(5)</sup>	12/31/2011	Common Stock	42,142	\$ 24.4075	D	Â
Phantom Stock	Â <u>(6)</u>	Â <u>(2)</u>	Common Stock	25,054	\$ <u>(3)</u>	D	Â
Phantom Stock	Â <u>(6)</u>	Â <u>(2)</u>	Common Stock	6,730	\$ <u>(3)</u>	D	Â
Phantom Stock	Â <u>(6)</u>	Â <u>(2)</u>	Common Stock	2,244.85	\$ <u>(3)</u>	D	Â
Employee Stock Option (right to buy)	01/23/2004 <sup>(7)</sup>	01/23/2013	Common Stock	43,291	\$ 24.325	D	Â
Director Stock Option (right to buy)	05/15/2004	05/15/2013	Common Stock	38,161	\$ 26.205	D	Â
Phantom Stock	Â <u>(3)</u>	Â <u>(2)</u>	Common Stock	4,058	\$ <u>(3)</u>	D	Â
Stock Option Right to Buy	04/01/2001	04/01/2007	Common Stock	16,336	\$ 12.6304	D	Â
Stock Option Right to Buy	01/24/2006	01/24/2012	Common Stock	37,658	\$ 26.555	D	Â
Stock Option Right to Buy	01/27/2008	01/27/2014	Common Stock	29,020	\$ 34.46	D	Â
Stock Option Right to Buy	01/27/2005 <sup>(8)</sup>	01/27/2014	Common Stock	58,594	\$ 34.46	D	Â
Phantom Stock	Â <u>(9)</u>	Â <u>(2)</u>	Common Stock	16,629.6	\$ <u>(3)</u>	D	Â
Stock Option (Right to Buy)	01/28/2005 <sup>(10)</sup>	01/28/2015	Common Stock	54,200	\$ 45.06	D	Â
Phantom Stock	Â <u>(1)</u>	Â <u>(2)</u>		17,779	\$ <u>(3)</u>	D	Â

Common  
Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Allan Graham D 14841 DALLAS PARKWAY DALLAS, TX 75254	Â	Â	Â President - YRI	Â

## Signatures

Graham D. Allan	02/01/2005
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**Signature of Reporting Person	Date
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## 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 04/01/07 or upon Separation and are subject to earlier withdrawal in accordance with the terms of Yum's 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) Vesting occurs 25% per year beginning 1/25/2002.
- (5) Vesting occurs 25% per year beginning 12/31/2002.
- (6) Shares of phantom stock payable upon retirement or termination and are subject to earlier withdrawal in accordance with the terms of YUM! Brands, Inc. deferred compensation plan.
- (7) Vesting will occur 25% per year beginning 1/23/2004.
- (8) Vesting will occur 25% per year beginning 1/27/2005.
- (9) Shares of phantom stock payable on 04/01/2006 and are subject to earlier withdrawal in accordance with the terms of YUM! Brands, Inc. deferred plan.
- (10) Vesting will occur 25% per year beginning 01/28/2006

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.