Grismer Patrick J Form 4 February 07, 2013

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 

3235-0287 Number: January 31,

Expires: 2005

0.5

**OMB APPROVAL** 

Estimated average burden hours per response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* Grismer Patrick J

(First)

(Street)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

### YUM BRANDS INC [YUM]

3. Date of Earliest Transaction

(Check all applicable)

1441 GARDINER LANE

(Middle)

(Month/Day/Year) 02/06/2013

Director 10% Owner X\_ Officer (give title Other (specify

below) below) Chief Financial Officer

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

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

LOUISVILLE, KY 40213

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Month/Day/Year) (Instr. 3)

2. Transaction Date 2A. Deemed Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially (I) Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (Instr. 4) (Instr. 4)

Reported (A) Transaction(s)

(Instr. 3 and 4) Code V Amount (D) Price

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of 3. Transaction Date 3A. Deemed 4. 5. Number of 6. Date Exercisable and Derivative Conversion (Month/Day/Year) Execution Date, if TransactionDerivative Securities **Expiration Date** Security or Exercise Code Acquired (A) or (Month/Day/Year) any

7. Title ar Underlyin (Instr. 3 a

#### Edgar Filing: Grismer Patrick J - Form 4

(Instr. 3)	Price of Derivative		(Month/Day/Year)	(Instr. 8	· •	Disposed of (D) (Instr. 3, 4, and 5)			
	Security			Code	V (A)	(D)	Date Exercisable	Expiration Date	Title
Stock Appreciation Right	\$ 62.93	02/06/2013		A	75,770	)	02/06/2014(1)	02/06/2023	Commo
Phantom Stock	<u>(2)</u>	02/06/2013		A	16,118.6	503	(3)	<u>(4)</u>	Commo Stock
Stock Appreciation Right	\$ 62.93	02/06/2013		A	45,462	2	02/06/2018	02/06/2023	Commo

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
r	Director	10% Owner	Officer	Other			
Grismer Patrick J 1441 GARDINER LANE			Chief Financial Officer				
1441 GARDINER LANE			Ciliei Filialiciai Officei				

## **Signatures**

LOUISVILLE, KY 40213

/s/ M. Gayle
Hobson, POA 02/07/2013

\*\*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) Vesting occurs on a quarterly basis beginning one year from grant date.
- (2) Conversion occurs on a one-for-one basis.
- (3) Payments are made in accordance with elections on file.
- (4) The Program does not have specified expiration dates.

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.

Reporting Owners 2