

NOVAK DAVID C
Form 4
January 10, 2006

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
NOVAK DAVID C

(Last) (First) (Middle)
1441 GARDINER LANE
(Street)

LOUISVILLE, KY 40213

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
YUM BRANDS INC [YUM]

3. Date of Earliest Transaction (Month/Day/Year)
01/09/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chair CEO and Pres

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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 (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common Stock | 01/09/2006 | 01/09/2006 | M | | 75,000 (1) A \$ 23.4844 | 101,227.08 | D |
| Common Stock | 01/09/2006 | 01/09/2006 | S | | 187 (1) D \$ 49.39 | 101,040.08 | D |
| Common Stock | 01/09/2006 | 01/09/2006 | S | | 113 (1) D \$ 49.38 | 100,927.08 | D |
| Common Stock | 01/09/2006 | 01/09/2006 | S | | 37 (1) D \$ 49.37 | 100,890.08 | D |
| Common Stock | 01/09/2006 | 01/09/2006 | S | | 37 (1) D \$ 49.36 | 100,853.08 | D |

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| | | | | | | | | |
|--------------|------------|------------|---|-------------------|---|----------|------------|---|
| Common Stock | 01/09/2006 | 01/09/2006 | S | 150 <u>(1)</u> | D | \$ 49.35 | 100,703.08 | D |
| Common Stock | 01/09/2006 | 01/09/2006 | S | 75 <u>(1)</u> | D | \$ 49.34 | 100,628.08 | D |
| Common Stock | 01/09/2006 | 01/09/2006 | S | 75 <u>(1)</u> | D | \$ 49.33 | 100,553.08 | D |
| Common Stock | 01/09/2006 | 01/09/2006 | S | 37 <u>(1)</u> | D | \$ 49.32 | 100,516.08 | D |
| Common Stock | 01/09/2006 | 01/09/2006 | S | 487 <u>(1)</u> | D | \$ 49.31 | 100,029.08 | D |
| Common Stock | 01/09/2006 | 01/09/2006 | S | 749 <u>(1)</u> | D | \$ 49.3 | 99,280.08 | D |
| Common Stock | 01/09/2006 | 01/09/2006 | S | 37 <u>(1)</u> | D | \$ 49.29 | 99,243.08 | D |
| Common Stock | 01/09/2006 | 01/09/2006 | S | 599 <u>(1)</u> | D | \$ 49.28 | 98,644.08 | D |
| Common Stock | 01/09/2006 | 01/09/2006 | S | 337 <u>(1)</u> | D | \$ 49.27 | 98,307.08 | D |
| Common Stock | 01/09/2006 | 01/09/2006 | S | 188 <u>(1)</u> | D | \$ 49.26 | 98,119.08 | D |
| Common Stock | 01/09/2006 | 01/09/2006 | S | 637 <u>(1)</u> | D | \$ 49.25 | 97,482.08 | D |
| Common Stock | 01/09/2006 | 01/09/2006 | S | 299 <u>(1)</u> | D | \$ 49.24 | 97,183.08 | D |
| Common Stock | 01/09/2006 | 01/09/2006 | S | 748 <u>(1)</u> | D | \$ 49.23 | 96,435.08 | D |
| Common Stock | 01/09/2006 | 01/09/2006 | S | 712 <u>(1)</u> | D | \$ 49.22 | 95,723.08 | D |
| Common Stock | 01/09/2006 | 01/09/2006 | S | 1,049 <u>(1)</u> | D | \$ 49.21 | 94,674.08 | D |
| Common Stock | 01/09/2006 | 01/09/2006 | S | 3,706 <u>(1)</u> | D | \$ 49.2 | 90,968.08 | D |
| Common Stock | 01/09/2006 | 01/09/2006 | S | 2,584 <u>(1)</u> | D | \$ 49.19 | 88,384.08 | D |
| Common Stock | 01/09/2006 | 01/09/2006 | S | 10,670 <u>(1)</u> | D | \$ 49.18 | 77,714.08 | D |
| Common Stock | 01/09/2006 | 01/09/2006 | S | 3,295 <u>(1)</u> | D | \$ 49.17 | 74,419.08 | D |
| Common Stock | 01/09/2006 | 01/09/2006 | S | 15,350 <u>(1)</u> | D | \$ 49.16 | 59,069.08 | D |
| | 01/09/2006 | 01/09/2006 | S | | D | \$ 49.15 | 49,560.08 | D |

| | | | | | |
|--------------|---------------------|----------------|---|--|-------------|
| Common Stock | 9,509 <u>(1)</u> | | | | |
| Common Stock | | 220 <u>(2)</u> | I | | By Daughter |

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)

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

| 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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 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) | \$ 23.4844 | 01/09/2006 | 01/09/2006 | M | 75,000 <u>(1)</u> | 01/21/2000 01/21/2009 | Common Stock 75,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| NOVAK DAVID C 1441 GARDINER LANE LOUISVILLE, KY 40213 | X | | Chair CEO and Pres | |

Signatures

David C. Novak 01/10/2006
 **Signature of Date
 Reporting Person

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).

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(1) Shares exercised and sold pursuant to SEC 10b5-1 plan.

(2) Represents transfer of shares to minor daughter

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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