HOUSE PAUL D
Form 4
August 08, 2005

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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 *
HOUSE PAUL D

(Last) (First) (Middle)

WENDY'S INTERNATIONAL, INC., P.O. BOX 256

(Street)

DUBLIN, OH 43017-0256

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
WENDYS INTERNATIONAL INC [WEN]

3. Date of Earliest Transaction (Month/Day/Year)
08/04/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/04/2005		M		13,556	A	$ 17.875	42,643	D	
Common Stock	08/04/2005		M		15,626	A	$ 17.875	58,269	D	
Common Stock	08/04/2005		M		15,627	A	$ 17.875	73,896	D	
Common Stock	08/04/2005		M		32,894	A	$ 27.99	106,790	D	
Common Stock	08/04/2005		M		62,297	A	$ 26.74	169,087	D	

Common Stock	08/04/2005	S[1]	140,000	D	$ 50.2684	29,087	D

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

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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 Amou Underlying Securi (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	A o N o
OPTION (RIGHT TO PURCHASE)	$ 17.875	08/04/2005		M			13,556	08/01/2002	07/31/2010	COMMON STOCK	1
OPTION (RIGHT TO PURCHASE)	$ 17.875	08/04/2005		M			15,626	08/01/2003	07/31/2010	COMMON STOCK	1
OPTION (RIGHT TO PURCHASE)	$ 17.875	08/04/2005		M			15,627	08/01/2004	07/31/2010	COMMON STOCK	1
OPTION (RIGHT TO PURCHASE)	$ 27.99	08/04/2005		M			32,894	04/23/2004	04/22/2013	COMMON STOCK	3
OPTION (RIGHT TO PURCHASE)	$ 26.74	08/04/2005		M			62,297	08/01/2002	07/31/2011	COMMON STOCK	6

Reporting Owners

Reporting Owner Name / Address	Relationships: Director	10% Owner	Officer	Other
HOUSE PAUL D WENDY'S INTERNATIONAL, INC. P.O. BOX 256	X			

DUBLIN, OH 43017-0256

Signatures

Paul D. House	08/08/2005
**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) SALE IN CONNECTION WITH EXERCISE OF EMPLOYEE STOCK OPTIONS.

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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