

su Jingshyh S
 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 and Ticker or Trading Symbol | |
| Â su Jingshyh S | | (Month/Day/Year) | YUM BRANDS INC [YUM] | |
| (Last) | (First) | (Middle) | 02/01/2005 | |
| ONE INTERNATIONAL FINANCE CENTER CENTRAL | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | (Check all applicable) | | | |
| | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| CENTRAL HONG KONGÂ | President - Greater China | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| (City) | (State) | (Zip) | <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)

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.

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

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(Instr. 5)

| | | | | | | | |
|--------------------------------------|---------------------------|------------------|--------------|-----------|-------------------|---|---|
| Employee Stock Option (right to buy) | 01/25/2000 | 01/25/2006 | Common Stock | 96,420 | \$ 11.4085 | D | Â |
| Employee Stock Option (right to buy) | 04/01/2000 | 01/25/2006 | Common Stock | 30,584 | \$ 12.27 | D | Â |
| Employee Stock Option (right to buy) | 06/30/1999 | 06/30/2005 | Common Stock | 1,540 | \$ 8.9 | D | Â |
| Employee Stock Option (right to buy) | 07/01/2000 | 06/30/2006 | Common Stock | 1,576 | \$ 13.74 | D | Â |
| Employee Stock Option (right to buy) | 01/20/2002 | 01/20/2008 | Common Stock | 110,092 | \$ 13.625 | D | Â |
| Employee Stock Option (right to buy) | 01/21/2003 | 01/21/2009 | Common Stock | 72,390 | \$ 23.4844 | D | Â |
| Employee Stock Option (right to buy) | 01/27/2004 | 01/27/2010 | Common Stock | 112,282 | \$ 15.14 | D | Â |
| Employee Stock Option (right to buy) | 01/25/2002 ⁽¹⁾ | 01/25/2011 | Common Stock | 71,504 | \$ 16.7825 | D | Â |
| Employee Stock Option | 12/31/2002 ⁽²⁾ | 12/31/2011 | Common Stock | 48,162 | \$ 24.4075 | D | Â |
| Phantom Stock | Â ⁽³⁾ | Â ⁽⁴⁾ | Common Stock | 28,119 | \$ ⁽⁵⁾ | D | Â |
| Employee Stock Option (right to buy) | 01/23/2004 ⁽⁶⁾ | 01/23/2013 | Common Stock | 49,475 | \$ 24.325 | D | Â |
| Employee Stock Option (right-to-buy) | 01/27/2005 ⁽⁷⁾ | 01/27/2014 | Common Stock | 58,594 | \$ 34.46 | 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 |
| Phantom Stock | Â ⁽⁸⁾ | Â ⁽⁴⁾ | Common Stock | 26,090.37 | \$ ⁽⁵⁾ | D | Â |
| Employee Stock Option (right to buy) | 01/01/2001 | 01/25/2006 | Common Stock | 58,616 | \$ 11.5174 | D | Â |
| Employee Stock Option (right to buy) | 09/30/2006 | 09/30/2002 | Common Stock | 36,089 | \$ 27.71 | D | Â |
| Stock Option (Right to Buy) | 01/28/2006 ⁽⁹⁾ | 01/28/2015 | Common Stock | 65,039 | \$ 45.06 | D | Â |
| Phantom Stock | Â ⁽¹⁰⁾ | Â ⁽⁴⁾ | Common Stock | 25,466.05 | \$ ⁽⁵⁾ | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| su Jingshyh S ONE INTERNATIONAL FINANCE CENTER CENTRAL CENTRAL HONG KONG | Â | Â | Â President - Greater China | Â |

Signatures

Jingshyh S. Su 02/01/2005

**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) Vesting occurs 25% per year beginning 1/25/2002.
- (2) Vesting occurs 25% per year beginning 12/31/2002.
- (3) Payable April 1, 2005 or upon Retirement and pursuant to the terms of the YUM! Brands deferred compensation plan.
- (4) The YUM! Brands, Inc. Executive Income Deferral Plan does not have specified expiration dates.
- (5) Conversion occurs on a one-for-one basis.
- (6) Vesting will occur 25% per year beginning 1/23/2004.
- (7) Vesting will occur 25% per year beginning 1/27/2005.
- (8) Payable April 1, 2006 or upon Retirement and pursuant to the terms of the YUM! Brands, Inc. deferred compensation plan.
- (9) Vesting will occur 25% per year beginning 01/28/2006
- (10) 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.

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.