

HEARL PETER

Form 4

December 08, 2005

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
HEARL PETER

(Last) (First) (Middle)

C/O PIZZA HUT, 14841 DALLAS
PARKWAY

(Street)

DALLAS, TX 75240-2100

(City) (State) (Zip)

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

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

12/08/2005

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify
below) below)

Pres of Pizza Hut

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	12/08/2005	12/08/2005	M		9,000 (1)	A	\$ 11.4085	9,004	D
Common Stock	12/08/2005	12/08/2005	M		9,000 (1)	A	\$ 12.27	18,004	D
Common Stock	12/08/2005	12/08/2005	M		1,226 (1)	A	\$ 13.74	19,230	D
Common Stock	12/08/2005	12/08/2005	S		9,000 (1)	D	\$ 48	10,230	D
Common Stock	12/08/2005	12/08/2005	S		9,000 (1)	D	\$ 48	1,230	D

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Common Stock	12/08/2005	12/08/2005	S	1,226 (1)	D	\$ 48	4	D
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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)	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 11.4085	12/08/2005	12/08/2005	M	9,000 (1)	01/25/2000 01/25/2006	Common Stock	9,000
Employee Stock Option (right to buy)	\$ 12.27	12/08/2005	12/08/2005	M	9,000 (1)	01/25/2000 01/25/2006	Common Stock	9,000
Employee Stock Option (right to buy)	\$ 13.74	12/08/2005	12/08/2005	M	1,226 (1)	07/01/2000 06/30/2006	Common Stock	1,226

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
HEARL PETER C/O PIZZA HUT 14841 DALLAS PARKWAY	Pres of Pizza Hut

DALLAS, TX 75240-2100

Signatures

Peter R. Hearl

12/08/2005

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

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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