

PEARSON ANDRALL

Form 4

February 09, 2006

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
PEARSON ANDRALL

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

1441 GARDINER LANE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/09/2006

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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 (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	02/09/2006	02/09/2006	M		13,000 ⁽¹⁾	A	\$ 15.8164	292,098	D
Common Stock	02/09/2006	02/09/2006	S		72 ⁽¹⁾	D	\$ 49.73	292,026	D
Common Stock	02/09/2006	02/09/2006	S		43 ⁽¹⁾	D	\$ 49.71	291,983	D
Common Stock	02/09/2006	02/09/2006	S		58 ⁽¹⁾	D	\$ 49.7	291,925	D
Common Stock	02/09/2006	02/09/2006	S		93 ⁽¹⁾	D	\$ 49.69	291,832	D
	02/09/2006	02/09/2006	S		65 ⁽¹⁾	D	\$ 49.68	291,767	D

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Common Stock								
Common Stock	02/09/2006	02/09/2006	S	266 <u>(1)</u>	D	\$ 49.67	291,501	D
Common Stock	02/09/2006	02/09/2006	S	230 <u>(1)</u>	D	\$ 49.66	291,271	D
Common Stock	02/09/2006	02/09/2006	S	29 <u>(1)</u>	D	\$ 49.65	291,242	D
Common Stock	02/09/2006	02/09/2006	S	43 <u>(1)</u>	D	\$ 49.64	291,199	D
Common Stock	02/09/2006	02/09/2006	S	280 <u>(1)</u>	D	\$ 49.63	290,919	D
Common Stock	02/09/2006	02/09/2006	S	36 <u>(1)</u>	D	\$ 49.61	290,883	D
Common Stock	02/09/2006	02/09/2006	S	43 <u>(1)</u>	D	\$ 49.6	290,840	D
Common Stock	02/09/2006	02/09/2006	S	36 <u>(1)</u>	D	\$ 49.59	290,804	D
Common Stock	02/09/2006	02/09/2006	S	43 <u>(1)</u>	D	\$ 49.58	290,761	D
Common Stock	02/09/2006	02/09/2006	S	51 <u>(1)</u>	D	\$ 49.57	290,710	D
Common Stock	02/09/2006	02/09/2006	S	129 <u>(1)</u>	D	\$ 49.56	290,581	D
Common Stock	02/09/2006	02/09/2006	S	172 <u>(1)</u>	D	\$ 49.55	290,409	D
Common Stock	02/09/2006	02/09/2006	S	93 <u>(1)</u>	D	\$ 49.54	290,316	D
Common Stock	02/09/2006	02/09/2006	S	36 <u>(1)</u>	D	\$ 49.52	290,280	D
Common Stock	02/09/2006	02/09/2006	S	1,668 <u>(1)</u>	D	\$ 49.5	288,612	D
Common Stock	02/09/2006	02/09/2006	S	115 <u>(1)</u>	D	\$ 49.49	288,497	D
Common Stock	02/09/2006	02/09/2006	S	14 <u>(1)</u>	D	\$ 49.48	288,483	D
Common Stock	02/09/2006	02/09/2006	S	137 <u>(1)</u>	D	\$ 49.46	288,346	D
Common Stock	02/09/2006	02/09/2006	S	1,351 <u>(1)</u>	D	\$ 49.45	286,995	D
	02/09/2006	02/09/2006	S		D	\$ 49.43	285,773	D

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Common Stock 1,222
(1)

Common Stock 35,000 I By wife

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

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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)	\$ 15.8164	02/09/2006	02/09/2006	M	13,000 (1)	11/03/2001 11/03/2007	Common Stock 13,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
PEARSON ANDRALL 1441 GARDINER LANE LOUISVILLE, KY 40213	X

Signatures

Andrall E. Pearson 02/09/2006

**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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