

YUM BRANDS INC
Form 4
March 08, 2012

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 *
LANGONE KENNETH G

(Last) (First) (Middle)

C/O INVEMED ASSOCIATES, INC.

(Street)

NEW YORK, NY 10152

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
03/06/2012

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)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	03/06/2012		M		4,530 A \$ 29.6025	655,020	D
Common Stock	03/06/2012		M		3,510 A \$ 38.615	658,530	D
Common Stock	03/06/2012		M		3,887 A \$ 30.6	662,417	D
Common Stock	03/06/2012		M		3,679 A \$ 33.06	666,096	D
Common Stock	03/06/2012		M		3,202 A \$ 50.54	669,298	D

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Common Stock	03/06/2012	M	2,871	A	\$ 52.62	672,169	D
Common Stock	03/06/2012	D	12,607	D	\$ 65.31	659,562	D

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

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(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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Stock Appreciation Right	\$ 29.6025	03/06/2012		M		4,530	11/07/2007 11/07/2016	Common Stock
Stock Appreciation Right	\$ 38.615	03/06/2012		M		3,510	11/06/2008 11/06/2017	Common Stock
Stock Appreciation Right	\$ 30.6	03/06/2012		M		3,887	11/04/2009 11/04/2018	Common Stock
Stock Appreciation Right	\$ 33.06	03/06/2012		M		3,679	11/03/2009 11/03/2019	Common Stock
Stock Appreciation Right	\$ 50.54	03/06/2012		M		3,202	11/02/2010 11/02/2020	Common Stock
Stock Appreciation Right	\$ 52.62	03/06/2012		M		2,871	11/01/2011 11/01/2021	Common Stock
Phantom Stock	(1)	03/06/2012		P		56.644	(2) (3)	Common Stock
Phantom Stock	(1)	03/06/2012		P		88.4939	(2) (3)	Common Stock
Phantom Stock	(1)	03/06/2012		P		66.5495	(2) (3)	Common Stock

Phantom Stock							Common Stock
Phantom Stock	(1)	03/06/2012	P	73.7082	(2)	(3)	Common Stock
Phantom Stock	(1)	03/06/2012	P	81.265	(2)	(3)	Common Stock
Phantom Stock	(1)	03/06/2012	P	60.0205	(2)	(3)	Common Stock
Phantom Stock	(1)	03/06/2012	P	64.8395	(2)	(3)	Common Stock
Phantom Stock	(1)	03/06/2012	P	58.9817	(4)	(3)	Common Stock
Phantom Stock	(1)	03/06/2012	P	56.5159	(5)	(6)	Common Stock
Phantom Stock	(1)	03/06/2012	P	12.8862	(4)	(3)	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LANGONE KENNETH G C/O INVEMED ASSOCIATES, INC. NEW YORK, NY 10152	X			

Signatures

/s/ M. Gayle
Hobson, POA 03/08/2012

__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) Conversion occurs on a one-for-one basis.
- (2) Phantom Exercise Date
- (3) The YUM! Brands, Inc. Executive Income Deferral Program does not have specified expiration dates.
- (4) The phantom stock units are accrued under the YUM! Brands, Inc. Director Deferred Compensation Plan and will be settled in YUM! stock after directorship ceases.
- (5) Payments are made in accordance with elections on file.
- (6) The Program does not have specified expiration dates.

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.