

BROLICK EMIL
Form 4
April 05, 2011

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 *
BROLICK EMIL

(Last) (First) (Middle)

C/O TACO BELL CORP.

(Street)

IRVINE, CA 92714

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
04/01/2011

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)
COO - Yum

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 | 04/01/2011 | | M | | 8,200 (1) \$ 12.1625 | A | 8,204 D |
| Common Stock | 04/01/2011 | | F | | 3,076 \$ 51.38 | D | 5,128 D |
| Common Stock | 04/01/2011 | | M | | 26,038 \$ 51.38 | A | 31,166 D |
| Common Stock | 04/01/2011 | | S | | 8,200 (1) \$ 51.8159 (5) | D | 22,966 D |
| Common Stock | 04/01/2011 | | M | | 7,246 \$ 51.38 | A | 30,212 D |

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| | | | | | | | |
|--------------|------------|---|--------|---|----------|--------|---|
| Common Stock | 04/01/2011 | M | 4,527 | A | \$ 51.38 | 34,739 | D |
| Common Stock | 04/01/2011 | F | 1,922 | D | \$ 51.38 | 32,817 | D |
| Common Stock | 04/01/2011 | F | 11,054 | D | \$ 51.38 | 21,763 | D |

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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares |
| Employee Stock Option (Right to Buy) | \$ 12.1625 | 04/01/2011 | | M | 8,200 (1) | 01/23/2004 | 01/23/2013 | Common Stock | 8,200 |
| Phantom Stock | (2) | 04/01/2011 | | M | 26,038 | (3) | (4) | Common Stock | 26,038 |
| Phantom Stock | (2) | 04/01/2011 | | M | 7,246 | (3) | (4) | Common Stock | 7,246 |
| Phantom Stock | (2) | 04/01/2011 | | M | 4,527 | (3) | (4) | Common Stock | 4,527 |
| Employee Stock Option (Right to Buy) | \$ 12.1625 | | | | | 01/23/2004 | 01/23/2013 | Common Stock | 164,91 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

BROLICK EMIL
C/O TACO BELL CORP.
IRVINE, CA 92714

COO - Yum

Signatures

/s/ M. Gayle
Hobson

04/05/2011

**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.
- (2) Conversion occurs on a one-for-one basis.
- (3) Phantom Exercise Date
- (4) The YUM! Brands, Inc. Executive Income Deferral Program does not have specified expiration dates.

- This transaction was executed in multiple trades at prices ranging from \$51.74 to \$51.85. The price reported above reflects the average
- (5) price. The reporting person hereby undertakes to provide upon request, to the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares and prices at which the transaction was effected.

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.