

Kesselman Marc L.
Form 4
February 06, 2018

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 *
Kesselman Marc L.

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)
05/05/2017

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Chief Legal Officer and GC

LOUISVILLE, KY 40213

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

(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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock	02/05/2018		M	4,778 A \$ 79.8	8,308.94	D	
Common Stock	02/05/2018		F	1,181 D \$ 79.8	7,127.94	D	
Common Stock	02/05/2018		M	173.2 A \$ 79.8	7,301.14	D	
Common Stock	02/05/2018		F	43 D \$ 79.8	7,258.14	D	

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

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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
					V	(A)	(D)			
Restricted Stock Units	<u>(1)</u>	05/05/2017		J		42.37		<u>(2)</u> <u>(3)</u>	Common Stock	42.37
Restricted Stock Units	<u>(1)</u>	08/04/2017		J	V	39.3		<u>(2)</u> <u>(3)</u>	Common Stock	39.3
Restricted Stock Units	<u>(1)</u>	12/08/2017		J	V	35.53		<u>(2)</u> <u>(3)</u>	Common Stock	35.53
Restricted Stock Units	<u>(1)</u>	02/05/2018		M		4,778		<u>(2)</u> <u>(3)</u>	Common Stock	4,778
Restricted Stock Units	<u>(1)</u>	02/05/2018		M		173.2		<u>(2)</u> <u>(3)</u>	Common Stock	173.2

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kesselman Marc L. 1441 GARDINER LANE LOUISVILLE, KY 40213			Chief Legal Officer and GC	

Signatures

/s/ M. Gayle
Hobson, POA 02/06/2018

__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) Vesting occurs 33% per year beginning one year from grant date.
- (3) This grant does not have an expiration date.

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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