

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 or
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * LANGONE KENNETH G <small>(Last) (First) (Middle)</small> C/O INVEMED ASSOCIATES, INC. <small>(Street)</small> NEW YORK, NY 10152 <small>(City) (State) (Zip)</small>	2. Issuer Name and Ticker or Trading Symbol YUM BRANDS INC [YUM] 3. Date of Earliest Transaction (MM/DD/YYYY) 2/17/2011 4. If Amendment, Date Original Filed (MM/DD/YYYY)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below)
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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			

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Phantom Stock	(1)	2/17/2011		P		70.9072		(2)	(3)	Common Stock	70.9072	\$51.38	4026.119	D	
Phantom Stock	(1)	2/17/2011		P		78.6962		(4)	(3)	Common Stock	78.6962	\$51.38	4489.2123	D	
Phantom Stock	(1)	2/17/2011		P		16.6588		(5)	(6)	Common Stock	16.6588	\$51.38	3439.9288	D	
Phantom Stock	(1)	2/17/2011		P		63.8221		(4)	(3)	Common Stock	63.8221	\$51.38	3653.2291	D	
Phantom Stock	(1)	2/17/2011		P		86.1619		(4)	(3)	Common Stock	86.1619	\$51.38	4946.3029	D	
Phantom Stock	(1)	2/17/2011		P		78.0397		(4)	(3)	Common Stock	78.0397	\$51.38	4486.3489	D	
Phantom Stock	(1)	2/17/2011		P		70.3768		(4)	(3)	Common Stock	70.3768	\$51.38	4050.6213	D	
Phantom Stock	(1)	2/17/2011		P		93.5311		(4)	(3)	Common Stock	93.5311	\$51.38	5386.3098	D	
Phantom Stock	(1)	2/17/2011		P		59.8682		(4)	(3)	Common Stock	59.8682	\$51.38	3447.7029	D	

Explanation of Responses:

- (1) Conversion occurs on a one-for-one basis.
- (2) 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.
- (3) The YUM! Brands, Inc. Executive Income Deferral Program does not have specified expiration dates.
- (4) Phantom Exercise Date
- (5) Payments are made in accordance with elections on file.
- (6) The Program does not have specified expiration dates.

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			
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Signatures

/s/ M. Gayle Hobson

2/22/2011

**Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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.