

# 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 *     |  |  | 2. Issuer Name and Ticker or Trading Symbol              |  |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  |  |  |
| BYERLEIN HOLLAN ANNE                          |  |  | YUM BRANDS INC [ YUM ]                                   |  |  | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)<br><b>Chief People Officer</b> |  |  |
| (Last) (First) (Middle)<br>1441 GARDINER LANE |  |  | 3. Date of Earliest Transaction (MM/DD/YYYY)<br>4/1/2009 |  |  |  |  |  |
| (Street)<br>LOUISVILLE, KY 40213              |  |  | 4. If Amendment, Date Original Filed (MM/DD/YYYY)        |  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)  |  |  |
| (City) (State) (Zip)                          |  |  |  |  |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person<br><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   |   |  |   |
| Common Stock                    | 4/1/2009       | 4/1/2009                          | M                         |   | 10843.00  | A          | \$27.48 | 61477.00  | D  |   |
| Common Stock                    | 4/1/2009       | 4/1/2009                          | F                         |   | 3533.00   | D          | \$27.48 | 57944.00  | D  |   |
| Common Stock                    | 4/1/2009       | 4/1/2009                          | M                         |   | 498.00  | A          | \$27.48 | 58442.00  | D  |   |
| Common Stock                    | 4/1/2009       | 4/1/2009                          | F                         |   | 163.00  | D          | \$27.48 | 58279.00  | D  |   |
| Common Stock                    |                |                                   |                           |   |   |            |         | 1564.58   | I  | By 401(k) Account                                     |

**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)  | 4/1/2009       | 4/1/2009                          | M                         |   | 10843.00   |     | 4/1/2009                                | (2)             | Common Stock  | 10843.00                   | (1)  | 0.77   | D  |  |
| Phantom Stock                            | (1)  | 4/1/2009       | 4/1/2009                          | M                         |   | 498.00   |     | 4/1/2009                                | (2)             | Common Stock  | 498.00                     | (1)  | 0.11   | D  |  |

**Explanation of Responses:**

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

**Reporting Owners**

| Reporting Owner Name / Address                                     | Relationships |           |                      |       |
|--|---------------|-----------|----------------------|-------|
|  | Director      | 10% Owner | Officer              | Other |
| BYERLEIN HOLLAN ANNE<br>1441 GARDINER LANE<br>LOUISVILLE, KY 40213 |               |           | Chief People Officer |       |

**Signatures**

Anne Byerlein-Hollan

4/1/2009

\*\*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.