MUELLER THOMAS J

Form 4

August 09, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

if no longer

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

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * MUELLER THOMAS J	2. Issuer Name and Ticker or Trading Symbol WENDYS INTERNATIONAL INC	5. Relationship of Reporting Person(s) to Issuer			
	[WEN]	(Check all applicable)			
(Last) (First) (Middle) WENDY'S INTERNATIONAL, INC., P. O. BOX 256	3. Date of Earliest Transaction (Month/Day/Year) 08/05/2005	Director 10% Owner Selection Other (specify below) PRES. & COO - N. AMERICA			
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
DUBLIN, OH 43017-0256		Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secui	rities Acquir	ed, Disposed of,	or Beneficiall	y 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. Securit or Dispos (Instr. 3, 4	ed of (` ′	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)
Common Stock	08/05/2005		M	14,563	A	\$ 17.875	65,920	D	
Common Stock	08/05/2005		M	15,368	A	\$ 17.875	81,288	D	
Common Stock	08/05/2005		M	15,367	A	\$ 17.875	96,655	D	
Common Stock	08/05/2005		M	4,702	A	\$ 17.875	101,357	D	
Common	08/05/2005		S(1)	50,000	D	\$ 49.81	51,357	D	

Edgar Filing: MUELLER THOMAS J - Form 4

Common Stock	08/08/2005	M	10,666	A	\$ 17.875	62,023	D	
Common Stock	08/08/2005	M	62,224	A	\$ 26.74	124,247	D	
Common Stock	08/08/2005	M	4,818	A	\$ 27.99	129,065	D	
Common Stock	08/08/2005	S(1)	77,708	D	\$ 49.2396	51,357	D	
Common Stock						3,091.008	I	BY 401(K) PLAN

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(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. Transactic Code (Instr. 8)	5. Number of or 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 Amo Underlying Secu (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Nun of S
OPTION (RIGHT TO PURCHASE)	\$ 17.875	08/05/2005		M		14,563	08/01/2001	07/31/2010	Common Stock	14,
OPTION (RIGHT TO PURCHASE)	\$ 17.875	08/05/2005		M		15,368	08/01/2002	07/31/2010	Common Stock	15,
OPTION (RIGHT TO PURCHASE)	\$ 17.875	08/05/2005		M		15,367	08/01/2003	07/31/2010	Common Stock	15,
OPTION (RIGHT TO PURCHASE)	\$ 17.875	08/05/2005		M		4,702	08/01/2004	07/31/2010	Common Stock	4,7
OPTION (RIGHT TO	\$ 17.875	08/08/2005		M		10,666	08/01/2004	07/31/2010	Common Stock	10,

Edgar Filing: MUELLER THOMAS J - Form 4

PURCHASE)								
OPTION (RIGHT TO PURCHASE)	\$ 26.74	08/08/2005	M	62,224	08/01/2002	07/31/2011	Common Stock	62,
OPTION (RIGHT TO PURCHASE)	\$ 27.99	08/08/2005	M	4,818	04/23/2004	04/22/2013	Common Stock	4,8

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

MUELLER THOMAS J WENDY'S INTERNATIONAL, INC. P. O. BOX 256 DUBLIN, OH 43017-0256

PRES. & COO - N. AMERICA

Signatures

THOMAS J MUELLER 08/09/2005

**Signature of Reporting Date
Person

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) SALE IN CONNECTION WITH EXERCISE OF EMPLOYEE STOCK OPTIONS.

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.

Reporting Owners 3