

MUELLER THOMAS J

Form 4

August 09, 2005

**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 \*  
MUELLER THOMAS J

2. Issuer Name and Ticker or Trading Symbol  
WENDYS INTERNATIONAL INC  
[WEN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
08/05/2005

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
PRES. & COO - N. AMERICA

WENDY'S INTERNATIONAL, INC., P. O. BOX 256

(Street)

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

DUBLIN, OH 43017-0256

(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)	
			Code	V	Amount	(A) or (D)	Price	
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 Stock	08/05/2005		S <sup>(1)</sup>		50,000	D	\$ 49.81 51,357	D

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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 <sup>(1)</sup>	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.

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(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 Security (Instr. 3 and 4)	Amount or Number of Shares
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 PURCHASE)	\$ 17.875	08/08/2005		M	10,666	08/01/2004 07/31/2010	Common Stock	10,

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

### Relationships

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  
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) 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.

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