

Wendy's Co  
Form 8-K  
December 29, 2016

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**  
**of the Securities Exchange Act of 1934**

**Date of Report (date of earliest event reported): December 29, 2016 (December 27, 2016)**

**THE WENDY S COMPANY**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**

**of incorporation)**

**1-2207**  
**(Commission**

**File No.)**  
**One Dave Thomas Blvd.**

**38-0471180**  
**(IRS Employer**

**Identification No.)**

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**Dublin, Ohio 43017**

**(Address of principal executive offices, including ZIP code)**

**(614) 764-3100**

**(Registrant's telephone number, including area code)**

**Not Applicable**

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01 Other Events.**

On December 27, 2016, The Wendy's Company (the Company ) completed its previously announced accelerated share repurchase program (the ASR ) with J.P. Morgan Securities LLC, as agent for JPMorgan Chase Bank, National Association, London Branch.

Under the ASR, the Company repurchased a total of 11,403,115 shares of its common stock (or approximately 4.4% of its outstanding common stock on November 11, 2016, the date the agreement governing the ASR was entered into) for an aggregate purchase price of \$150.0 million. After the completion of the ASR, the Company has utilized substantially all of the \$1.4 billion share repurchase authorization announced on June 3, 2015.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report on Form 8-K to be signed on its behalf by the undersigned, hereunto duly authorized.

**THE WENDY S COMPANY**

By: /s/ Dana Klein

Name: Dana Klein

Title: Senior Vice President Corporate and  
Securities Counsel and Assistant  
Secretary

Dated: December 29, 2016