

MUELLER THOMAS J  
Form 4  
August 08, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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)

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

3. Date of Earliest Transaction (Month/Day/Year)  
08/04/2005

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

(Street)

DUBLIN, OH 43017-0256

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

(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	08/04/2005		M			5,257	A	\$ 30.8438	56,614	D	
Common Stock	08/04/2005		M			5,581	A	\$ 30.8438	62,195	D	
Common Stock	08/04/2005		M			5,581	A	\$ 30.8438	67,776	D	
Common Stock	08/04/2005		M			5,581	A	\$ 30.8438	73,357	D	
Common Stock	08/04/2005		M			31,182	A	\$ 27.99	104,539	D	

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Common Stock	08/04/2005	S <sup>(1)</sup>	53,182	D	\$ 50.3473	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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**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	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
OPTION (RIGHT TO PURCHASE)	\$ 27.99	08/04/2005		M	31,182	04/23/2004 04/22/2013	Common Stock	31,182	
OPTION (RIGHT TO PURCHASE)	\$ 30.8438	08/04/2005		M	5,257	07/28/2000 07/27/2009	Common Stock	5,257	
OPTION (RIGHT TO PURCHASE)	\$ 30.8438	08/04/2005		M	5,581	07/28/2001 07/27/2009	Common Stock	5,581	
OPTION (RIGHT TO PURCHASE)	\$ 30.8438	08/04/2005		M	5,581	07/28/2002 07/27/2009	Common Stock	5,581	
OPTION (RIGHT TO PURCHASE)	\$ 30.8438	08/04/2005		M	5,581	07/28/2003 07/27/2009	Common Stock	5,581	

## 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

08/08/2005

\_\_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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