

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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**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  
 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	08/05/2005		M		14,563	A	\$ 17.875 65,920
Common Stock	08/05/2005		M		15,368	A	\$ 17.875 81,288
Common Stock	08/05/2005		M		15,367	A	\$ 17.875 96,655
Common Stock	08/05/2005		M		4,702	A	\$ 17.875 101,357
Common Stock	08/05/2005		S <sup>(1)</sup>		50,000	D	\$ 49.81 51,357

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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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**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	14,563
OPTION (RIGHT TO PURCHASE)	\$ 17.875	08/05/2005		M	15,368	08/01/2002 07/31/2010	Common Stock	15,368
OPTION (RIGHT TO PURCHASE)	\$ 17.875	08/05/2005		M	15,367	08/01/2003 07/31/2010	Common Stock	15,367
OPTION (RIGHT TO PURCHASE)	\$ 17.875	08/05/2005		M	4,702	08/01/2004 07/31/2010	Common Stock	4,702
OPTION (RIGHT TO PURCHASE)	\$ 17.875	08/08/2005		M	10,666	08/01/2004 07/31/2010	Common Stock	10,666

