Edgar Filing: CATHERWOOD JONATHAN F - Form 4

CATHERWOO Form 4 April 26, 2005	DD JONATHAI	N F									
FORM	4		CECU				NGEG		OMB AF	PROVAL	
	UNITED	STATES		RITIES A shington,			NGE C	OMMISSION	OMB Number:	3235-0287	
Check this b if no longer subject to Section 16. Form 4 or	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES									Expires: January 31 2005 Estimated average burden hours per response 0.5	
Form 5 obligations may continu <i>See</i> Instructi 1(b).	e. Section 17(a	a) of the F	ublic U		ling Cor	npan	y Act of	e Act of 1934, 1935 or Section 0			
(Print or Type Res	ponses)										
CATHERWOOD JONATHAN F Symbol				r Name and YS INTE				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
				f Earliest Tr Day/Year) 005	ansaction			Director 10% Owner Officer (give title Other (specify below) EXECUTIVE V.P. & TREASURER			
Filed(Mor				nendment, Date Original onth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
DUBLIN, OH								Person			
(City)	(State)	(Zip)	Tab	le I - Non-D	erivative	Secur	rities Acqu	iired, Disposed of,	or Beneficiall	y Owned	
	Transaction Date Aonth/Day/Year)		Date, if	3. Transactio Code (Instr. 8) Code V	(Instr. 3,	spose	d of (D)	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)	
$\begin{array}{c} \text{Common} \\ \text{Stock} \ \underline{(1)} \end{array} 0 \end{array}$	4/22/2005			F	725	D	\$ 40.905	12,339	D		

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

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

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Tith Deriva Securi (Instr.	ative ity	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (Instr. 8	Securities Acquired (A) or Disposed of (D) (Instr. 3,	(Month/Day/Year) ative ities red sed		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Own Follo Repo Trans (Instr
					Code	4, and 5) V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
CATHERWOOD JONATHAN F WENDY'S INTERNATIONAL, INC. P. O. BOX 256 DUBLIN, OH 43017-0256			EXECUTIVE V.P. & TREASURER				
Signatures							
JONATHAN F CATHERWOOD	04/26/200)5					
**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) SHARES SHOWN ON TABLE 1 INCLUDE SHARES ACQUIRED PURSUANT TO THE DIVIDEND REINVESTMENT PROVISIONS OF A RESTRICTED STOCK AWARD MADE UNDER THE ISSUER'S 2003 STOCK INCENTIVE PLAN.

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.

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