#### TRIARC COMPANIES INC

Form 4 April 04, 2006

## FORM 4

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, Expires: 2005 Estimated average

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue. See Instruction

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

burden hours per 0.5 response...

1(b).

Stock,

Series 1

04/03/2006

(Print or Type R	Responses)									
Umphenour Russ Symbol TRIA			Symbol TRIAR	2. Issuer Name and Ticker or Trading ymbol RIARC COMPANIES INC [RY;TRY.B]				5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last) 5995 BARF				3. Date of Earliest Transaction (Month/Day/Year) 03/31/2006				_X_ Director 10% Owner Officer (give title below)		
				f Amendment, Date Original d(Month/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 Person		
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year)		on Date, if	Code (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Class A Common Stock	03/31/2006			Code V <b>J</b> (1)	Amount 41 (2)	, ,	Price \$ 17.92	623	D	
Class A Common Stock	04/03/2006			<u>J(3)</u>	208 (4)	A	\$ 17.95	831	D	
Class B Common	03/31/2006			<u>J(1)</u>	45 (2)	A	\$ 16.67	3,614,866	D	

 $J^{(3)}$ 

223 (4) A

16.67

3,615,089

D

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Class B \$
Common 16.74

Stock, Series 1

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.

SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title and	8. Price of	9. Nu
Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration D	ate	Amount of	Derivative	Deriv
or Exercise		any	Code	of	(Month/Day	/Year)	Underlying	Security	Secui
Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securities	(Instr. 5)	Bene
Derivative				Securities			(Instr. 3 and 4)		Owne
Security				Acquired					Follo
				(A) or					Repo
				Disposed					Trans
				of (D)					(Instr
				(Instr. 3,					
				4, and 5)					
							Amount		
					Date	Expiration			
					Exercisable	Date			
			Code V	(A) (D)					
	Conversion or Exercise Price of Derivative	Conversion (Month/Day/Year) or Exercise Price of Derivative	Conversion (Month/Day/Year) Execution Date, if or Exercise any Price of (Month/Day/Year) Derivative	Conversion (Month/Day/Year) Execution Date, if Or Exercise any Code Price of (Month/Day/Year) (Instr. 8)  Derivative Security	Conversion or Exercise any Code of Price of Privative Security (Month/Day/Year) Execution Date, if any Code of (Instr. 8) Derivative Security Security Acquired (A) or Disposed of (D) (Instr. 3,	Conversion (Month/Day/Year) Execution Date, if any Code of (Month/Day/Pear) Code of (Month/Day/Pear) Derivative Security	Conversion of Exercise any Execution Date, if any Code of (Month/Day/Year)  Price of Privative Security  Code of (Month/Day/Year)  (Month/Day/Year)  (Instr. 8) Derivative Securities  Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Date Expiration Date  Expiration Date  Code of (Month/Day/Year)  (Instr. 8) Derivative Securities  Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Conversion of Exercise any Code of (Month/Day/Year) any Code of (Month/Day/Year) Underlying Securities  Price of (Month/Day/Year) (Instr. 8) Derivative Securities  Security Securities (Instr. 3 and 4)  Security Instr. 8	Conversion (Month/Day/Year) Execution Date, if any any (Month/Day/Year) (Instr. 8) Derivative Securities Price of Derivative Securities Security  Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Date Expiration Date (Month/Day/Year) (Instr. 5) Date Expiration Date (Month/Day/Year) (Instr. 5) Date Expiration Date (Month/Day/Year) (Instr. 5) Derivative Securities (Instr. 5) (Instr. 5) Title Number of Title Number of Number N

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
•	Director	10% Owner	Officer	Other			
Umphenour Russ							
5995 BARFIELD ROAD	X						
ATLANTA, GA 30328							

# **Signatures**

/s/ Umphenour, Jr., Russell V. 04/04/2006

\*\*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 were issued pursuant to the Company's 2002 Equity Participation Plan in lieu of Board of Directors meeting attendance fees that would otherwise be payable in cash.

**(2)** 

Reporting Owners 2

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In accordance with the Company's 2002 Equity Participation Plan, the price is the average of the closing price per share on the 20 consecutive trading days immediately preceding the date on which the meeting fees would otherwise be payable.

- (3) Shares were issued pursuant to the Company's 2002 Equity Participation Plan in lieu of retainer fee that would otherwise be payable in cash.
- (4) In accordance with the Company's 2002 Equity Participation Plan, the price is the average of the closing price per share on the 20 consecutive trading days immediately preceding the date on which the retainer fee would otherwise be payable.

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.