

TRIARC COMPANIES INC
Form 3
June 09, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Essner Greg | | (Month/Day/Year) | TRIARC COMPANIES INC [TRY;TRY.B] | |
| (Last) | (First) | (Middle) | 06/01/2005 | |
| TRIARC COMPANIES, INC., Â 280 PARK AVENUE | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| NEW YORK, Â NY Â 10017 | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| | | | Senior VP and Treasurer | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Class B Common Stock, Series 1 | 17,893 | D | Â |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|--|---|--|
|---|---|---|--|---|--|

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| | Date Exercisable | Expiration Date | Class | Amount or Number of Shares | or Indirect (I) (Instr. 5) | |
|---|------------------|-----------------|--------------------------------|---|----------------------------|---|
| Employee Stock Option (right to buy) ⁽¹⁾ | Â ⁽²⁾ | 07/02/2011 | Class A Common Stock | 30,000 ⁽²⁾ \$ 25.75 ⁽²⁾ | D | Â |
| Employee Stock Option (right to buy) ⁽¹⁾ | Â ⁽³⁾ | 12/06/2011 | Class A Common Stock | 7,500 ⁽³⁾ \$ 24.6 ⁽³⁾ | D | Â |
| Employee Stock Option (right to buy) ⁽¹⁾ | Â ⁽⁴⁾ | 12/18/2012 | Class A Common Stock | 15,000 ⁽⁴⁾ \$ 26.93 ⁽⁴⁾ | D | Â |
| Employee Stock Option (right to buy) ⁽¹⁾ | Â ⁽⁵⁾ | 02/15/2015 | Class B Common Stock, Series 1 | 90,000 \$ 15.09 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Essner Greg TRIARC COMPANIES, INC. 280 PARK AVENUE NEW YORK, NY 10017 | Â | Â | Â Senior VP and Treasurer | Â |

Signatures

/s/ Essner, Greg 06/09/2005

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) With tandem tax withholding rights.

On August 21, 2003, Triarc Companies, Inc. declared a dividend (the 'Stock Dividend') to all holders of record of Class A Common Stock on August 21, 2003, of two shares of Class B Common Stock, Series 1 ('Class B Common Stock'), for each share of Class A Common Stock outstanding. As a result of the Stock Dividend, each outstanding option granted under Triarc's 1998 Equity Participation Plan was adjusted so that each such option outstanding as of August 21, 2003, became exercisable for both one share of Class A Common Stock and two shares of Class B Common Stock. Accordingly, upon exercise, in addition the 30,000 shares of Class A Common Stock to which the reporting person will be entitled to receive, the reporting person will also be entitled to receive 60,000 shares of Class B Common Stock for no additional consideration. One-third of the stock option vested on each of July 2, 2002, 2003 and 2004.

As a result of the Stock Dividend, each outstanding option granted under Triarc's 1998 Equity Participation Plan was adjusted so that each such option outstanding as of August 21, 2003, became exercisable for both one share of Class A Common Stock and two shares of Class B Common Stock. Accordingly, upon exercise, in addition to the 7,500 shares of Class A Common Stock to which the reporting person will be entitled to receive, the reporting person will also be entitled to receive 15,000 shares of Class B Common Stock for no additional consideration. One-third of the stock option vested on each of December 6, 2002, 2003 and 2004.

(4)

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As a result of the Stock Dividend, each outstanding option granted under Triarc's 1998 Equity Participation Plan was adjusted so that each such option outstanding as of August 21, 2003, became exercisable for both one share of Class A Common Stock and two shares of Class B Common Stock. Accordingly, upon exercise, in addition to the 15,000 shares of Class A Common Stock to which the reporting person will be entitled to receive, the reporting person will also be entitled to receive 30,000 shares of Class B Common Stock for no additional consideration. The option vests in three equal installments. One-third of the option vested on each of December 18, 2003 and 2004. One-third of the option will vest on December 18, 2005.

(5) The option vests in three equal installments on February 15, 2006, 2007 and 2008.

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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