#### WENDYS INTERNATIONAL INC Form SC 13D/A September 17, 2007

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

SCHEDULE 13D
Under the Securities Exchange Act of 1934
(Amendment No. 9)\*

Wendy's International, Inc.

\_\_\_\_\_

(Name of Issuer)

Common Stock, \$.10 stated value

\_\_\_\_\_\_

(Title of Class of Securities)

950590109

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(CUSIP Number)

Brian L. Schorr, Esq.
Trian Fund Management, L.P.
280 Park Avenue, 41st Floor
New York, New York 10017
(212) 451-3000

\_\_\_\_\_\_

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

September 14, 2007

\_\_\_\_\_\_

(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of ss.ss. 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box [\_].

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The Information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP NO.: 950590109

1 NAMES OF REPORTING PERSONS

Trian Fund Management, L.P.

	S.S. OR I.R		ENTIFICATION NO. OF ABOVE PERSON: 20-3454182			
			IATE BOX IF A MEMBER OF A GROUP	(a)	[x]	
3	SEC USE ONL	ľΥ				
4	SOURCE OF F					
	00					
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) [_]					
6	CITIZENSHIP	OR PL	ACE OF ORGANIZATION			
	Delaware					
			SOLE VOTING POWER			
NUMBER OF			0			
SHARE BENEF OWNED	FICIALLY	8	SHARED VOTING POWER			
EACH REPOR			8,553,800			
PERSO		9	SOLE DISPOSITIVE POWER			
			0			
		10	SHARED DISPOSITIVE POWER			
			8,553,800			
11	AGGREGATE A	MOUNT 1	BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	CERTAIN SHA	RES	AGGREGATE AMOUNT IN ROW (11) EXCLUDES		[_]	
			REPRESENTED BY AMOUNT IN ROW (11)			
	9.8%					
14	TYPE OF REP	ORTING	PERSON			
	PN					

CUSIP NO.: 950590109

1 NAMES OF REPORTING PERSONS

Trian Fund Management GP, LLC

	S.S. OR I.	R.S. ID	ENTIFICATION NO. OF ABOVE PERSON: 20-3454087					
2	CHECK THE	APPROPR	IATE BOX IF A MEMBER OF A GROUP		[x]			
3	SEC USE ON	 LY						
4	SOURCE OF							
	00							
5		CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) [_]						
6	CITIZENSHI	P OR PL	ACE OF ORGANIZATION					
	Delaware							
			SOLE VOTING POWER					
NUMBER OF			0					
	FICIALLY 8 D BY RTING	8	SHARED VOTING POWER					
EACH			8,553,800					
PERSO		9	SOLE DISPOSITIVE POWER					
			0					
		10	SHARED DISPOSITIVE POWER					
			8,553,800					
11	AGGREGATE A	AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON					
	8,553,800							
12	CERTAIN SH	ARES	AGGREGATE AMOUNT IN ROW (11) EXCLUDES		[_]			
13			REPRESENTED BY AMOUNT IN ROW (11)					
	9.8%							
14	TYPE OF RE	PORTING	PERSON					
	00							

CUSIP NO.: 950590109

1 NAMES OF REPORTING PERSONS

Trian Partners GP, L.P.

	S.S. OR I.R		ENTIFICATION NO. OF ABOVE PERSON: 20-3453775				
2		PPROPR	IATE BOX IF A MEMBER OF A GROUP	(a) (b)	[x]		
3	SEC USE ONL	Y					
4	SOURCE OF F						
	00						
5		CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) [_]					
6	CITIZENSHIP	OR PL	ACE OF ORGANIZATION				
	Delaware						
			SOLE VOTING POWER				
NUMBE			0				
	ICIALLY	8	SHARED VOTING POWER				
OWNED EACH REPOR			4,220,004				
PERSO		9	SOLE DISPOSITIVE POWER				
			0				
		10					
			4,220,004				
11	AGGREGATE A	MOUNT 1	BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	CERTAIN SHA	F THE Z	AGGREGATE AMOUNT IN ROW (11) EXCLUDES		[_]		
			REPRESENTED BY AMOUNT IN ROW (11)				
	4.8%						
14	TYPE OF REP	ORTING	PERSON				
	PN						

CUSIP NO.: 950590109

1 NAMES OF REPORTING PERSONS

Trian Partners General Partner, LLC

	S.S. OR I.	R.S. ID	ENTIFICATION NO. OF ABOVE PERSON: 20-3453595					
2	CHECK THE	APPROPR	IATE BOX IF A MEMBER OF A GROUP	(a) (b)				
3	SEC USE ON	ILY						
4	SOURCE OF							
	00							
5			RE OF LEGAL PROCEEDINGS IS REQUIRED 2(d) or 2(e)		[_]			
6	CITIZENSHI	P OR PL	ACE OF ORGANIZATION					
	Delaware							
			SOLE VOTING POWER					
NUMBE:			0					
BENEFICIALLY 8 OWNED BY		8	SHARED VOTING POWER					
EACH	EACH		4,220,004					
REPORTING PERSON		9	SOLE DISPOSITIVE POWER					
			0					
		10						
			4,220,004					
11	AGGREGATE	AMOUNT 1	BENEFICIALLY OWNED BY EACH REPORTING PERSON					
	4,220,004							
12	CHECK BOX CERTAIN SH		AGGREGATE AMOUNT IN ROW (11) EXCLUDES		[_]			
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)							
	4.8%							
14	TYPE OF RE	PORTING						
	00							
	NO.: 95059 NAMES OF R		G PERSONS					

	Trian Part	ners, L	.P.			
	S.S. OR I.	R.S. ID	ENTIFICATION NO. OF ABOVE PERSON: 20-3453988			
2	CHECK THE	APPROPR	IATE BOX IF A MEMBER OF A GROUP	(a) (b)		
3	SEC USE ON	LY				
4	SOURCE OF					
	WC					
5			RE OF LEGAL PROCEEDINGS IS REQUIRED 2(d) or 2(e)		[_]	
6	CITIZENSHI	P OR PL	ACE OF ORGANIZATION			
	Delaware					
		7	SOLE VOTING POWER			
NUMBE	ES FICIALLY D BY RTING		0			
SHARES		8	SHARED VOTING POWER			
			952,519			
		9	SOLE DISPOSITIVE POWER			
			0			
		10	SHARED DISPOSITIVE POWER			
			952,519			
11	AGGREGATE 952,519	AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON			
12	952,519  CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  CERTAIN SHARES  [_]					
13		CLASS	REPRESENTED BY AMOUNT IN ROW (11)			
	1.1% 					
14	TYPE OF RE	PORTING	PERSON			
	PN 					

CUSIP NO.: 950590109

	Trian Part	ners Ma	ster Fund, L.P.			
	S.S. OR I.	R.S. ID	ENTIFICATION NO. OF ABOVE PERSON: 98-0468601			
2	CHECK THE A	APPROPR	IATE BOX IF A MEMBER OF A GROUP	(a) (b)		
3	SEC USE ONI					
4	SOURCE OF I					
	WC					
5			RE OF LEGAL PROCEEDINGS IS REQUIRED 2(d) or 2(e)		[_]	
6	CITIZENSHI	P OR PL	ACE OF ORGANIZATION			
	Cayman Isla	ands				
		7	SOLE VOTING POWER			
NUMBE	ES FICIALLY ) BY		0			
SHARES		8	SHARED VOTING POWER			
			3,261,527			
		9	SOLE DISPOSITIVE POWER			
			0			
		10	SHARED DISPOSITIVE POWER			
			3,261,527			
11	AGGREGATE A	AMOUNT :	BENEFICIALLY OWNED BY EACH REPORTING PERSON			
12	3,261,527  CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  CERTAIN SHARES  [_]					
13	PERCENT OF	CLASS	REPRESENTED BY AMOUNT IN ROW (11)			
	3.7%					
14	TYPE OF REI	PORTING				
	PN					

CUSIP NO.: 950590109

	Trian Partr	ners Ma:	ster Fund (Non-ERISA), L.P.			
	S.S. OR I.F	R.S. ID	ENTIFICATION NO. OF ABOVE PERSON: 98-0471467			
2	CHECK THE A	APPROPR	IATE BOX IF A MEMBER OF A GROUP	(a) (b)		
3	SEC USE ONI	ĽΥ				
4	SOURCE OF E					
	WC					
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)  CITIZENSHIP OR PLACE OF ORGANIZATION					
6	CITIZENSHIE	OR PL	ACE OF ORGANIZATION			
	Cayman Isla	ands				
		7	SOLE VOTING POWER			
NUMBER OF SHARES			0			
BENEF	FICIALLY D BY RTING	8	SHARED VOTING POWER			
EACH			5,958			
PERSO		9	SOLE DISPOSITIVE POWER			
			0			
		10	SHARED DISPOSITIVE POWER			
			5,958			
11	AGGREGATE A	TNUOMA	BENEFICIALLY OWNED BY EACH REPORTING PERSON			
12	CHECK BOX I		AGGREGATE AMOUNT IN ROW (11) EXCLUDES		[_]	
13	PERCENT OF	CLASS 1	REPRESENTED BY AMOUNT IN ROW (11)			
	0.0%					
14	TYPE OF REE	PORTING	PERSON			
	PN					
14	TYPE OF REE	PORTING	PERSON			

CUSIP NO.: 950590109

	Trian Part	ners Pa	rallel Fund I, L.P.		
	S.S. OR I.	R.S. ID	ENTIFICATION NO. OF ABOVE PERSON: 20-3694154	 !	
2	CHECK THE	APPROPR	IATE BOX IF A MEMBER OF A GROUP	(a) (b)	[x]
3	SEC USE ON	LY			
4	SOURCE OF				
	WC				
5			RE OF LEGAL PROCEEDINGS IS REQUIRED 2(d) or 2(e)		[_]
6	CITIZENSHI	P OR PL	ACE OF ORGANIZATION		
	Delaware				
		7	SOLE VOTING POWER		
NUMBER OF SHARES BENEFICIALLY			0		
	FICIALLY D BY RTING	8	SHARED VOTING POWER		
			135,712		
		9	SOLE DISPOSITIVE POWER		
			0		
		10	SHARED DISPOSITIVE POWER		
			135,712		
11	AGGREGATE	AMOUNT 1	BENEFICIALLY OWNED BY EACH REPORTING PERSON		
12	CHECK BOX CERTAIN SH		AGGREGATE AMOUNT IN ROW (11) EXCLUDES		[_]
13	PERCENT OF	CLASS I	REPRESENTED BY AMOUNT IN ROW (11)		
	0.2%				
14	TYPE OF RE	PORTING	PERSON		
	PN				

CUSIP NO.: 950590109

	Trian Partners Parallel Fund I General Partner, LLC							
	S.S. OR I.F	R.S. ID	ENTIFICATION NO. OF ABOVE PERSON: 20-3694293					
2	CHECK THE A	APPROPR	IATE BOX IF A MEMBER OF A GROUP	(a) (b)	[x] [_]			
	SEC USE ONI	ĽΥ						
	SOURCE OF F							
	00							
5			RE OF LEGAL PROCEEDINGS IS REQUIRED 2(d) or 2(e)		[_]			
6	CITIZENSHIE	OR PL	ACE OF ORGANIZATION					
	Delaware							
		7	SOLE VOTING POWER					
NUMBER OF SHARES			0					
BENEF	FICIALLY 8 D BY RTING	8	SHARED VOTING POWER					
EACH			135,712					
PERSO		9	SOLE DISPOSITIVE POWER					
			0					
		10	SHARED DISPOSITIVE POWER					
			135,712					
11	AGGREGATE A	AMOUNT 1	BENEFICIALLY OWNED BY EACH REPORTING PERSON					
12	CHECK BOX I		AGGREGATE AMOUNT IN ROW (11) EXCLUDES		[_]			
13	PERCENT OF	CLASS 1	REPRESENTED BY AMOUNT IN ROW (11)					
	0.2%							
14	TYPE OF REF	PORTING	PERSON					
	00							

CUSIP NO.: 950590109

	Trian Parti	ners Pa	rallel Fund II, L.P.		
	S.S. OR I.	R.S. ID	ENTIFICATION NO. OF ABOVE PERSON: 87-0763105	5	
2	CHECK THE A	APPROPR	IATE BOX IF A MEMBER OF A GROUP		[x]
3	SEC USE ONI	LY			
4	SOURCE OF E				
	WC				
5			RE OF LEGAL PROCEEDINGS IS REQUIRED EM 2(d) or 2(e)		[_]
6	CITIZENSHIE	P OR PL	ACE OF ORGANIZATION		
	Delaware				
		7	SOLE VOTING POWER		
NUMBE			0		
	FICIALLY D BY RTING	8	SHARED VOTING POWER		
OWNED EACH			30,751		
PERSO:		9	SOLE DISPOSITIVE POWER		
			0		
		10	SHARED DISPOSITIVE POWER		
			30,751		
11	AGGREGATE A	TNUOMA	BENEFICIALLY OWNED BY EACH REPORTING PERSON		
12	CHECK BOX I		AGGREGATE AMOUNT IN ROW (11) EXCLUDES		[_]
13	PERCENT OF	CLASS 1	REPRESENTED BY AMOUNT IN ROW (11)		
	0.0%				
14	TYPE OF RE	PORTING			
	PN				

CUSIP NO.: 950590109

	Trian Partr 	ners Pa 	rallel Fund II GP, L.P.	 
	S.S. OR I.F	R.S. ID	ENTIFICATION NO. OF ABOVE PERSON: 87-0763102	 
2	CHECK THE A	APPROPR	IATE BOX IF A MEMBER OF A GROUP	[x]
3	SEC USE ONI	LY		 
4	SOURCE OF E			 
	00			
5			RE OF LEGAL PROCEEDINGS IS REQUIRED EM 2(d) or 2(e)	 [_]
6	CITIZENSHIE	P OR PL	ACE OF ORGANIZATION	 
	Delaware			 
		7	SOLE VOTING POWER	
NUMBEI SHARE:			0	
	ICIALLY 8 BY TING	8	SHARED VOTING POWER	
			30,751	
		9	SOLE DISPOSITIVE POWER	
			0	
		10	SHARED DISPOSITIVE POWER	
			30,751	
11	AGGREGATE A	AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	30 <b>,</b> 751			 
12	CHECK BOX I		AGGREGATE AMOUNT IN ROW (11) EXCLUDES	[_]
13	PERCENT OF	CLASS	REPRESENTED BY AMOUNT IN ROW (11)	 
	0.0%			
14	TYPE OF REI	PORTING		 
	PN			
CUSIP	NO.: 950590		G PERSONS	

Trian Partners Parallel Fund II General Partner, LLC

	S.S. OR I.F		ENTIFICATION NO. OF ABOVE PERSON: 87-0763099		
			IATE BOX IF A MEMBER OF A GROUP	(a) (b)	[x]
3	SEC USE ONI				
4	SOURCE OF E				
	00				
5			RE OF LEGAL PROCEEDINGS IS REQUIRED EM 2(d) or 2(e)		[_]
6	CITIZENSHIE	OR PL	ACE OF ORGANIZATION		
	Delaware				
			SOLE VOTING POWER		
NUMBER			0		
OWNED EACH	ICIALLY	8	SHARED VOTING POWER		
			30,751		
REPOR'		9	SOLE DISPOSITIVE POWER		
			0		
		10			
			30,751		
11	AGGREGATE A	AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	CERTAIN SHA	ARES	AGGREGATE AMOUNT IN ROW (11) EXCLUDES		[_]
			REPRESENTED BY AMOUNT IN ROW (11)		
	0.0%				
14	TYPE OF REE	PORTING			
	00				

CUSIP NO.: 950590109

1 NAMES OF REPORTING PERSONS

Triarc Companies, Inc.

	S.S. OR I.	R.S. ID	ENTIFICATION NO. OF ABOVE PERSON: 38-0471180				
	CHECK THE		IATE BOX IF A MEMBER OF A GROUP	(b)	[x]		
3	SEC USE ON						
4	SOURCE OF						
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)						
6	CITIZENSHI	P OR PL	ACE OF ORGANIZATION				
	Delaware						
			SOLE VOTING POWER				
NUMBER OF			0				
	ICIALLY 8 BY	8	SHARED VOTING POWER				
EACH			0				
REPOR' PERSO		9	SOLE DISPOSITIVE POWER				
			0				
		10	SHARED DISPOSITIVE POWER				
			0				
11	AGGREGATE 0	AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	CERTAIN SH	ARES	AGGREGATE AMOUNT IN ROW (11) EXCLUDES		[_]		
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
	0						
14	TYPE OF RE	PORTING					
	CO						
	NO.: 95059 NAMES OF R		G PERSONS				

Nelson Peltz

	S.S. OR I.E	R.S. ID	ENTIFICATION NO. OF ABOVE PERSON:						
2	CHECK THE A	APPROPR	IATE BOX IF A MEMBER OF A GROUP		[x]				
3	SEC USE ONI	LY							
4	SOURCE OF FUNDS								
	00								
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)								
6	CITIZENSHI	P OR PL	ACE OF ORGANIZATION						
	USA								
		7	SOLE VOTING POWER						
OWNED EACH			0						
	ICIALLY BY TING	8	SHARED VOTING POWER						
			8,553,800						
PERSON		9	SOLE DISPOSITIVE POWER						
			0						
		10	SHARED DISPOSITIVE POWER						
			8,553,800						
11	AGGREGATE A	AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON						
	8,553,800								
12	CERTAIN SHA	ARES	AGGREGATE AMOUNT IN ROW (11) EXCLUDES		[_]				
 L3	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)								
	9.8%								
	TYPE OF REPORTING PERSON								
14			IN						

Peter W. May

15

	S.S. OR I.		ENTIFICATION NO. OF ABOVE PERSON:					
2			IATE BOX IF A MEMBER OF A GROUP	(a) (b)				
3	SEC USE ON	LY						
4	SOURCE OF							
	00							
5			RE OF LEGAL PROCEEDINGS IS REQUIRED 2(d) or 2(e)		[_]			
6	CITIZENSHI	P OR PL	ACE OF ORGANIZATION					
	USA							
			SOLE VOTING POWER					
NUMBEF SHARES BENEFI OWNED			0					
	ICIALLY	8	SHARED VOTING POWER					
EACH REPOR'			8,553,800					
PERSO		9	SOLE DISPOSITIVE POWER					
			0					
		10						
			8,553,800					
11	AGGREGATE 8,553,800	AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON					
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES							
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)							
	9.8%							
14	TYPE OF REPORTING PERSON							
	IN							

CUSIP NO.: 950590109

1 NAMES OF REPORTING PERSONS

Edward P. Garden

	S.S. OR I.E		ENTIFICATION NO. OF ABOVE PERSON:							
		APPROPR:	IATE BOX IF A MEMBER OF A GROUP	(a) (b)						
3	SEC USE ONI	LY								
4	SOURCE OF FUNDS									
	00									
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)									
6	CITIZENSHIE	CITIZENSHIP OR PLACE OF ORGANIZATION								
	USA									
			SOLE VOTING POWER							
NUMBE			0							
	CIALLY 8	8	SHARED VOTING POWER							
OWNED EACH			8,553,800							
REPOR'		9	SOLE DISPOSITIVE POWER							
			0							
		10	SHARED DISPOSITIVE POWER							
			8,553,800							
1.1	1000000000									
11		AMOUNT I	BENEFICIALLY OWNED BY EACH REPORTING PERSON							
	8,553,800 									
	CERTAIN SHA	ARES	AGGREGATE AMOUNT IN ROW (11) EXCLUDES		[_]					
			REPRESENTED BY AMOUNT IN ROW (11)							
	9.8%									
14	TYPE OF REI	PORTING	PERSON							
	IN									
CUSIP	NO.: 950590		G PERSONS							
	Castlerigg	Master	Investments Ltd.							

2	CHECK THE	APPROPR	IATE BOX IF A MEMBER OF A GROUP	(a) (b)	[x]			
3	SEC USE ON	NLY						
4	SOURCE OF	FUNDS						
	WC							
5			RE OF LEGAL PROCEEDINGS IS REQUIRED 2(d) or 2(e)		[_]			
6	CITIZENSHIP OR PLACE OF ORGANIZATION							
	British Vi	irgin Is	lands					
		7	SOLE VOTING POWER					
NUMBE:			0					
	ICIALLY	8	SHARED VOTING POWER					
OWNED EACH			3,916,013					
REPOR'		9	SOLE DISPOSITIVE POWER					
			0					
		10	SHARED DISPOSITIVE POWER					
			3,916,013					
11	AGGREGATE	AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON					
	3,916,013							
12		IF THE . N SHARES	AGGREGATE AMOUNT IN ROW (11) EXCLUDES		[_]			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)							
	4.5%							
14	TYPE OF REPORTING PERSON							
	CO							
CUSIP	NO.: 95059		G PERSONS					
	Sandell As	sset Man	agement Corp.					
2	CHECK THE	APPROPR	IATE BOX IF A MEMBER OF A GROUP	(a) (b)	[x]			

			==================================								
3	SEC USE ONLY										
4	SOURCE OF FUNDS										
	AF										
5			RE OF LEGAL PROCEEDINGS IS REQUIRED EM 2(d) or 2(e)		[_]						
6	CITIZENSHI	P OR PL	ACE OF ORGANIZATION								
	Cayman Isl	ands									
		7	SOLE VOTING POWER								
NUMBE			0								
	ICIALLY	8	SHARED VOTING POWER								
OWNED EACH			3,916,013								
REPOR'		9	SOLE DISPOSITIVE POWER								
			0								
		10	SHARED DISPOSITIVE POWER								
			3,916,013								
11	AGGREGATE	AMOUNT 1	BENEFICIALLY OWNED BY EACH REPORTING PERSON								
	3,916,013										
12	CHECK BOX CERTAIN SH		AGGREGATE AMOUNT IN ROW (11) EXCLUDES		[_]						
13	PERCENT OF	CLASS	REPRESENTED BY AMOUNT IN ROW (11)								
	4.5%										
14	TYPE OF REPORTING PERSON										
	CO										
CUSIP 1	NO.: 95059 NAMES OF R	EPORTIN	G PERSONS ational Limited								
2	CHECK THE	APPROPR	IATE BOX IF A MEMBER OF A GROUP		[x]						
2	SEC USE ON										

4	SOURCE OF	FUNDS								
	AF									
5			RE OF LEGAL PROCEEDINGS IS REQUIRED EM 2(d) or 2(e)		[_]					
6	CITIZENSHI	P OR PL	ACE OF ORGANIZATION							
	British Virgin Islands									
		7	SOLE VOTING POWER							
NUMBE	R OF		0							
SHARE: BENEF		8	SHARED VOTING POWER							
OWNED EACH	BY		3,916,013							
REPOR'		9	SOLE DISPOSITIVE POWER							
			0							
		10	SHARED DISPOSITIVE POWER							
			3,916,013							
11	AGGREGATE	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON								
	3,916,013									
12	CHECK BOX CERTAIN SH		AGGREGATE AMOUNT IN ROW (11) EXCLUDES		[_]					
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)									
	4.5%									
14	TYPE OF REPORTING PERSON									
[PG N	UMBER]									
CUSIP 1	NO.: 95059 NAMES OF R		G PERSONS							
	Castlerigg International Holdings Limited									
2	CHECK THE	APPROPR	IATE BOX IF A MEMBER OF A GROUP	(a) (b)						
3	SEC USE ON	 ILY								

4	SOURCE OF FUNDS										
	AF										
5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)											
6	CITIZENSHIP OR PLACE OF ORGANIZATION										
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		8	SHARED VOTING POWER								
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11		AMOUNI	BENEFICIALLY OWNED BY EACH REPORTING PERSON								
	3,916,013 										
12	CHECK BOX CERTAIN SH		AGGREGATE AMOUNT IN ROW (11) EXCLUDES		[_]						
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)										
	4.5%										
14	TYPE OF REPORTING PERSON										
	CO										
CUSIP 1	NO.: 95059 NAMES OF R		G PERSONS								
	Thomas E.	Thomas E. Sandell									
2	CHECK THE	APPROPR	IATE BOX IF A MEMBER OF A GROUP	(a) (b)	[x]						
3	SEC USE ONLY										

SOURCE OF FUNDS							
AF							
CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)							
CITIZENSHI	P OR PLA	ACE OF ORGANIZATION					
Sweden							
	7	SOLE VOTING POWER					
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ES FICIALLY D BY RTING DN	8	SHARED VOTING POWER					
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	9	SOLE DISPOSITIVE POWER					
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	10	SHARED DISPOSITIVE POWER					
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		AGGREGATE AMOUNT IN ROW (11) EXCLUDES	[_]				
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#### INTRODUCTORY STATEMENT

This Amendment No. 9 (this "Amendment") relates to the Schedule 13D filed on behalf of Trian Partners GP, L.P., a Delaware limited partnership ("Trian GP"), Trian Partners General Partner, LLC, a Delaware limited liability company ("Trian GP LLC"), Trian Partners, L.P., a Delaware limited partnership ("Trian Onshore"), Trian Partners Master Fund, L.P., a Cayman Islands limited partnership ("Trian Offshore"), Trian Partners Master Fund (Non-ERISA), L.P., a Cayman Islands limited partnership ("Trian Offshore (Non-ERISA)"), Trian Partners Parallel Fund I, L.P., a Delaware limited partnership ("Parallel Fund"), Trian Partners Parallel Fund GP"), Trian Partners Parallel Fund II, L.P., a

Delaware limited partnership ("Parallel Fund II"), Trian Partners Parallel Fund II GP, L.P., a Delaware limited partnership ("Parallel Fund II GP"), Trian Partners Parallel Fund II General Partner, LLC, a Delaware limited liability company ("Parallel Fund II GP LLC"), Trian Fund Management, L.P., a Delaware limited partnership ("Trian Management" or "Trian"), Trian Fund Management GP, LLC, a Delaware limited liability company ("Trian Management GP", and together with the foregoing, the "Trian Entities"), Triarc Companies, Inc., a Delaware corporation ("Triarc"), Nelson Peltz, a citizen of the United States of America, Peter W. May, a citizen of the United States of America, Edward P. Garden, a citizen of the United States of America (the Trian Entities, Triarc and Messrs. Peltz, May and Garden are sometimes hereinafter referred to collectively as the "Trian Filing Persons"), Castlerigg Master Investments Ltd. ("CMI"), Sandell Asset Management Corp. ("SAMC"), Castlerigg International Limited ("CIL"), Castlerigg International Holdings Limited ("CIHL") and Thomas E. Sandell ("Sandell", and collectively with CMI, SAMC, CIL and CIHL, the "Sandell Filing Persons" and, together with the Trian Filing Persons, the "Filing Persons"), with the Securities and Exchange Commission on December 13, 2005 (as amended by Amendment No. 1 to Schedule 13D filed by the Filing Persons with the Securities and Exchange Commission on January 17, 2006, Amendment No. 2 to Schedule 13D filed by the Filing Persons with the Securities and Exchange Commission on March 3, 2006, Amendment No. 3 to Schedule 13D filed by the Filing Persons with the Securities and Exchange Commission on April 28, 2006, Amendment No. 4 to Schedule 13D filed by the Filing Persons with the Securities and Exchange Commission on May 31, 2006, Amendment No. 5 to Schedule 13D filed by the Filing Persons with the Securities and Exchange Commission on December 4, 2006, Amendment No. 6 to Schedule 13D filed by the Filing Persons with the Securities and Exchange Commission on July 3, 2007, Amendment No. 7 to Schedule 13D filed by the Filing Persons with the Securities and Exchange Commission on July 30, 2007, and Amendment No. 8 to Schedule 13D filed by the Filing Persons with the Securities and Exchange Commission on August 28, 2007, the "Schedule 13D"), relating to the Common Shares, \$.10 stated value (the "Shares"), of Wendy's International, Inc., an Ohio corporation (the "Issuer" or "Wendy's"). Each capitalized term used but not defined herein has the meaning ascribed to such term in the Schedule 13D.

Items 4, 6 and 7 of the Schedule 13D are hereby amended and supplemented as follows:

Item 4. Purpose of the Transaction.

On September 14, 2007, SAMC and the Issuer entered into a Confidentiality Agreement (the "Confidentiality Agreement"), pursuant to which, the Issuer agreed to provide to SAMC certain confidential and proprietary information concerning the business and properties of the Issuer (the "Evaluation Material"). SAMC intends to review the Evaluation Material in order to evaluate its interest with respect to the provision of financing to Triarc in connection with a possible purchase by Triarc of all or a portion of the stock, assets or business of the Issuer, or any related transactions.

Pursuant to the terms of the Confidentiality Agreement, SAMC has agreed, among other things, to certain provisions that restrict SAMC's ability to directly or indirectly acquire additional securities of the Issuer prior to December 1, 2007. However, under certain circumstances set forth in the Confidentiality Agreement, such restrictions on SAMC will terminate prior to December 1, 2007. The description of the Confidentiality Agreement herein is qualified in its entirety by reference to the Confidentiality Agreement, a copy of which is attached as Exhibit 16 to this Schedule 13D and incorporated herein by reference.

Item 6. Contracts, Arrangements, Understandings, or Relationships With Respect to Securities of the Issuer.

See Item 4 for a description of the Confidentiality Agreement. A copy of the Confidentiality Agreement is filed herewith as an exhibit and incorporated herein by reference, and the description of the Confidentiality Agreement herein is qualified in its entirety by reference to the Confidentiality Agreement filed herewith.

Item 7. Material to be Filed as Exhibits.

16. Confidentiality Agreement by and among SAMC and the Issuer, dated September  $10,\ 2007.$ 

#### SIGNATURE

After reasonable inquiry and to the best of each of the undersigned's knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

TRIAN PARTNERS GP, L.P.

By: /s/ Edward P. Garden

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Name: Edward P. Garden

Title: Member

TRIAN PARTNERS GENERAL PARTNER, LLC

By: /s/ Edward P. Garden

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Name: Edward P. Garden

Title: Member

TRIAN PARTNERS, L.P.

By: Trian Partners GP, L.P., its general partner

By: Trian Partners General Partner, LLC, its general partner  $\,$ 

By: /s/ Edward P. Garden

\_\_\_\_\_

Name: Edward P. Garden

Title: Member

TRIAN PARTNERS MASTER FUND, L.P.

By: Trian Partners GP, L.P., its general partner

By: Trian Partners General Partner, LLC, its general partner

By: /s/ Edward P. Garden \_\_\_\_\_ Name: Edward P. Garden Title: Member TRIAN PARTNERS MASTER FUND (NON-ERISA), L.P. By: Trian Partners GP, L.P., its general partner By: Trian Partners General Partner, LLC, its general partner By: /s/ Edward P. Garden [Signature Page of Amendment No. 9 of Schedule 13D -Wendy's International, Inc.] Name: Edward P. Garden Title: Member TRIAN PARTNERS PARALLEL FUND I, L.P. By: Trian Partners Parallel Fund I General Partner LLC, its general partner By: /s/ Edward P. Garden -----Name: Edward P. Garden Title: Member TRIAN PARTNERS PARALLEL FUND I GENERAL PARTNER, LLC By: /s/ Edward P. Garden \_\_\_\_\_ Name: Edward P. Garden Title: Member TRIAN PARTNERS PARALLEL FUND II, L.P. By: Trian Partners Parallel Fund II GP, L.P., its general partner By: Trian Partners Parallel Fund II General Partner,

LLC, its general partner

By: /s/ Edward P. Garden \_\_\_\_\_ Name: Edward P. Garden Title: Member TRIAN PARTNERS PARALLEL FUND II GP, L.P. By: Trian Partners Parallel Fund II General Partner, LLC, its general partner By: /s/ Edward P. Garden \_\_\_\_\_ Name: Edward P. Garden Title: Member TRIAN PARTNERS PARALLEL FUND II GENERAL PARTNER, LLC By: /s/ Edward P. Garden \_\_\_\_\_ Name: Edward P. Garden Title: Member [Signature Page of Amendment No. 9 of Schedule 13D -Wendy's International, Inc.] TRIAN FUND MANAGEMENT, L.P. By: Trian Fund Management GP, LLC, its general partner By: /s/ Edward P. Garden Name: Edward P. Garden Title: Member Trian Fund Management GP, LLC By: /s/ Edward P. Garden Name: Edward P. Garden Title: Member /s/ Nelson Peltz

NELSON PELTZ

/s/ Peter W. May \_\_\_\_\_\_ PETER W. MAY /s/ Edward P. Garden -----EDWARD P. GARDEN [Signature Page of Amendment No. 9 of Schedule 13D -Wendy's International, Inc.] CASTLERIGG MASTER INVESTMENTS LTD. BY: SANDELL ASSET MANAGEMENT CORP., its investment manager By: /s/ Thomas E. Sandell \_\_\_\_\_ Name: Thomas E. Sandell Title: Chief Executive Officer SANDELL ASSET MANAGEMENT CORP. By: /s/ Thomas E. Sandell \_\_\_\_\_ Name: Thomas E. Sandell Title: Chief Executive Officer CASTLERIGG INTERNATIONAL LIMITED BY: SANDELL ASSET MANAGEMENT CORP., its investment manager By: /s/ Thomas E. Sandell -----Name: Thomas E. Sandell Title: Chief Executive Officer

CASTLERIGG INTERNATIONAL HOLDINGS LIMITED

BY: SANDELL ASSET MANAGEMENT CORP., its investment manager  $% \left( 1\right) =\left( 1\right) +\left( 1\right)$ 

By: /s/ Thomas E. Sandell

Name: Thomas E. Sandell

Title: Chief Executive Officer

/s/ Thomas E. Sandell

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THOMAS E. SANDELL

[Signature Page of Amendment No. 9 of Schedule 13D - Wendy's International, Inc.]

TRIARC COMPANIES, INC.

By: /s/ Francis T. McCarron

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Name: Francis T. McCarron

Title: Executive Vice President

Dated: September 14, 2007

[Signature Page of Amendment No. 9 of Schedule 13D - Wendy's International, Inc.]