WENDYS INTERNATIONAL INC Form SC 13D/A April 30, 2008

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

SCHEDULE 13D
Under the Securities Exchange Act of 1934
(Amendment No. 14)*

Wendy's International, Inc.

(Name of Issuer)

Common Stock, \$.10 stated value

(Title of Class of Securities)

950590109

(CUSIP Number)

Brian L. Schorr, Esq.
Chief Legal Officer

Chief Legal Officer
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)

April 23, 2008
-----(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 N	O.: 950590109 NAMES OF REPOR	TING F	PERSONS				
	Trian Fund Man	agemer	nt, L.P.				
	S.S. OR I.R.S.	IDENT	CIFICATION NO. OF ABOVE PERSON: 20-3454182				
2	CHECK THE APPRO	 OPRIAT	E BOX IF A MEMBER OF A GROUP		X _		
3	SEC USE ONLY						
4	SOURCE OF FUND	 S					
	00						
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) _						
6	CITIZENSHIP OR	PLACE	OF ORGANIZATION				
		 7	SOLE VOTING POWER				
NUMBER	OF		0				
SHARES BENEFIC	TALLY	8	SHARED VOTING POWER				
OWNED B EACH	Y		8,553,800				
REPORTI PERSON	NG	9	SOLE DISPOSITIVE POWER				
			0				
		10	SHARED DISPOSITIVE POWER				
			8,553,800				
11	AGGREGATE AMOU		WEFICIALLY OWNED BY EACH REPORTING PERSON				
	8,553,800						
12		HE AGG	GREGATE AMOUNT IN ROW (11) EXCLUDES		_		
13	PERCENT OF CLA	SS REF	PRESENTED BY AMOUNT IN ROW (11)				
	9.8%						
14	TYPE OF REPORT		ERSON				
	PN						

CUSIP NO.: 950590109 1 NAMES OF REPORTING PERSONS Trian Fund Management GP, LLC S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON: 20-3454087 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (b) |_| _____ 3 SEC USE ONLY ______ SOURCE OF FUNDS CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) |_| CITIZENSHIP OR PLACE OF ORGANIZATION Delaware ______ 7 SOLE VOTING POWER NUMBER OF _____ SHARES BENEFICIALLY 8 SHARED VOTING POWER OWNED BY EACH 8,553,800 _____ REPORTING SOLE DISPOSITIVE POWER PERSON _____ SHARED DISPOSITIVE POWER 8,553,800 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 8,553,800 ______ 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 00 ______

CUSIP NO.: 950590109 1 NAMES OF REPORTING PERSONS Trian Partners GP, L.P. ______ S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON: 20-3453775 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (b) | | SEC USE ONLY ______ SOURCE OF FUNDS 00 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware ______ 7 SOLE VOTING POWER NUMBER OF _____ 8 BENEFICIALLY SHARED VOTING POWER OWNED BY EACH 4,225,962 REPORTING SOLE DISPOSITIVE POWER 9 PERSON _____ 10 SHARED DISPOSITIVE POWER 4,225,962 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 4,225,962 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 4.8% 14 TYPE OF REPORTING PERSON ______

CUSIP NO.: 950590109

1	NAMES OF REPORT	ING E	PERSONS				
	Trian Partners	Gener	ral Partner, LLC				
	S.S. OR I.R.S.	IDENT	rification no. of above person: 20-3453595				
2	CHECK THE APPRO	PRIAT	TE BOX IF A MEMBER OF A GROUP		X _		
3	SEC USE ONLY						
4	SOURCE OF FUNDS	 S					
	00						
5		CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) _					
6	CITIZENSHIP OR	PLACE	E OF ORGANIZATION				
	Delaware						
		7	SOLE VOTING POWER				
NUMBER	OF		0				
SHARES BENEFIC		8	SHARED VOTING POWER				
OWNED E EACH			4,225,962				
REPORTI PERSON	ING	9	SOLE DISPOSITIVE POWER				
			0				
		10	SHARED DISPOSITIVE POWER				
			4,225,962				
11	AGGREGATE AMOUN	IT BEN	NEFICIALLY OWNED BY EACH REPORTING PERSON				
	4,225,962						
12	CHECK BOX IF THE CERTAIN SHARES	HE AGO	GREGATE AMOUNT IN ROW (11) EXCLUDES		_		
13	PERCENT OF CLAS	SS REE	PRESENTED BY AMOUNT IN ROW (11)				
	4.8%						
14	TYPE OF REPORTI						
	00						

CUSIP NO.: 950590109

1 NAMES OF REPORTING PERSONS

	Trian Partners	s, L.P.	•					
	S.S. OR I.R.S.	. IDENT	FIFICATION NO. OF ABOVE PERSON: 20-3453988					
2	CHECK THE APPI	ROPRIA	FE BOX IF A MEMBER OF A GROUP	(a) (b)	X _			
3	SEC USE ONLY							
4	SOURCE OF FUNI	 DS						
	WC							
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)							
6	CITIZENSHIP OF	R PLACE	E OF ORGANIZATION					
	Delaware							
		7	SOLE VOTING POWER					
NUMBER	OF		0					
SHARES BENEFIC	IALLY	8	SHARED VOTING POWER					
OWNED B EACH	Y		952,519					
REPORTI PERSON	NG	9	SOLE DISPOSITIVE POWER					
			0					
		10	SHARED DISPOSITIVE POWER					
			952,519					
11	AGGREGATE AMOU	JNT BEI	NEFICIALLY OWNED BY EACH REPORTING PERSON					
	952 , 519							
12	CERTAIN SHARES	5	GREGATE AMOUNT IN ROW (11) EXCLUDES		_			
13			PRESENTED BY AMOUNT IN ROW (11)					
	1.1%							
14	TYPE OF REPORT	ring Pi						
	PN							

CUSIP NO.: 950590109

1 NAMES OF REPORTING PERSONS

	Trian Partners	Maste	er Fund, L.P.	
	S.S. OR I.R.S.	IDEN	FIFICATION NO. OF ABOVE PERSON: 98-0468601	
2	CHECK THE APPR	OPRIA:	IE BOX IF A MEMBER OF A GROUP	X _
3	SEC USE ONLY			
4	SOURCE OF FUND			
	WC			
5	CHECK IF DISCL PURSUANT TO IT			1_,1
6	CITIZENSHIP OR	PLACE	E OF ORGANIZATION	
	Cayman Islands			
		7	SOLE VOTING POWER	
NUMBER	OF		0	
	IALLY	8	SHARED VOTING POWER	
OWNED B EACH	Y		3,261,527	
REPORTI PERSON	NG	9	SOLE DISPOSITIVE POWER	
			0	
		10	SHARED DISPOSITIVE POWER	
			3,261,527	
11	AGGREGATE AMOU	NT BEI	NEFICIALLY OWNED BY EACH REPORTING PERSON	
	3,261,527			
	CERTAIN SHARES		GREGATE AMOUNT IN ROW (11) EXCLUDES	 _
			PRESENTED BY AMOUNT IN ROW (11)	
NUMBER O SHARES BENEFICI OWNED BY EACH REPORTIN PERSON	3.7%			
14	TYPE OF REPORT	ING P		
	PN			

CUSIP NO.: 950590109

1 NAMES OF REPORTING PERSONS

Trian Partners Parallel Fund I, L.P.

	S.S. OR I.R.S	S. IDENT	TIFICATION NO. OF ABOVE PERSON: 20-3694154				
2	CHECK THE API	PROPRIA	FE BOX IF A MEMBER OF A GROUP	(a) (b)			
3	SEC USE ONLY						
4	SOURCE OF FU	NDS					
	WC						
5		CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) _					
6	CITIZENSHIP (OR PLACE	E OF ORGANIZATION				
	Delaware						
		7	SOLE VOTING POWER				
NUMBER			0				
	CIALLY	8	SHARED VOTING POWER				
DWNED BY CACH			135,712				
REPORT PERSON	REPORTING		SOLE DISPOSITIVE POWER				
			0				
		10	SHARED DISPOSITIVE POWER				
			135,712				
 11	AGGREGATE AMO	OUNT BEI	NEFICIALLY OWNED BY EACH REPORTING PERSON				
	135,712						
12	CHECK BOX IF CERTAIN SHARE		GREGATE AMOUNT IN ROW (11) EXCLUDES		_		
 13	PERCENT OF C	LASS REI	PRESENTED BY AMOUNT IN ROW (11)				
	0.2%						
14	TYPE OF REPOR		ERSON				
	PN						
CIICID	NO . 050500100	2					
CUSIP 1	NO.: 950590109 NAMES OF REPO		PERSONS				
	Trian Partne	rs Paral	llel Fund I General Partner, LLC				

	S.S. OR I.R.S	. IDEN	FIFICATION NO. OF ABOVE PERSON: 20-3694293				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) X (b) _						
3	SEC USE ONLY	SEC USE ONLY					
4	SOURCE OF FUN						
	00						
 5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)						
 6	CITIZENSHIP O	R PLACI	E OF ORGANIZATION				
	Delaware						
		7	SOLE VOTING POWER				
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH			0				
		8	SHARED VOTING POWER				
			135,712				
REPORT: PERSON	ING	9	SOLE DISPOSITIVE POWER				
			0				
		10	SHARED DISPOSITIVE POWER				
			135,712				
 11	AGGREGATE AMO	UNT BEI	NEFICIALLY OWNED BY EACH REPORTING PERSON				
	135,712						
12	CHECK BOX IF		GREGATE AMOUNT IN ROW (11) EXCLUDES		1_1		
 13	PERCENT OF CL	ASS REI	PRESENTED BY AMOUNT IN ROW (11)				
	0.2%	0.2%					
14	TYPE OF REPOR	TING P					
	00						
CUSIP 1	NO.: 950590109 NAMES OF REPO		PERSONS				
	Trian Partner	s Parai	llel Fund II, L.P.				
	S.S. OR I.R.S		FIFICATION NO. OF ABOVE PERSON: 87-0763105				

2	CHECK THE APPR	ROPRIAT	E BOX IF A MEMBER OF A GROUP	(a) (b)	X _
3	SEC USE ONLY				
4	SOURCE OF FUND)S			
	WC				
5	CHECK IF DISCI PURSUANT TO IT		OF LEGAL PROCEEDINGS IS REQUIRED		_
6	CITIZENSHIP OF	R PLACE	OF ORGANIZATION		
	Delaware				
		7	SOLE VOTING POWER		
NUMBER (OF		0		
		8	SHARED VOTING POWER		
EACH	EPORTING		30,751		
REPORTII PERSON	NG	9	SOLE DISPOSITIVE POWER		
LENSON			0		
			SHARED DISPOSITIVE POWER		
			30,751		
11	AGGREGATE AMOU	JNT BEN	EFICIALLY OWNED BY EACH REPORTING PERSON		
	30,751				
12	CHECK BOX IF T		REGATE AMOUNT IN ROW (11) EXCLUDES		_
13	PERCENT OF CLA	ASS REF	RESENTED BY AMOUNT IN ROW (11)		
	0.0%				
14	TYPE OF REPORT	ING PE	RSON		
	PN				
CUSIP NO	O.: 950590109 NAMES OF REPOF	RTING F	PERSONS		
	Trian Partners	Paral	lel Fund II GP, L.P.		
	S.S. OR I.R.S.	IDENT	'IFICATION NO. OF ABOVE PERSON: 87-0763102		

2	CHECK THE AP	PROPRIAT	E BOX IF A MEMBER OF A GROUP	(a) (b)	X
3	SEC USE ONLY				
4	SOURCE OF FU	NDS			
	00				
5		CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)			_
6	CITIZENSHIP	OR PLACE	OF ORGANIZATION		
	Delaware				
		7	SOLE VOTING POWER		
	ENEFICIALLY		0		
	NEFICIALLY NED BY CH PORTING	8	SHARED VOTING POWER		
OWNED B			30,751		
REPORTI PERSON			SOLE DISPOSITIVE POWER		
	10		0		
		10	SHARED DISPOSITIVE POWER		
			30,751		
11	AGGREGATE AM	 OUNT BEN	EFICIALLY OWNED BY EACH REPORTING PERSON		
	30,751				
12	CHECK BOX IF		REGATE AMOUNT IN ROW (11) EXCLUDES		_
 13	PERCENT OF C	 LASS REP	RESENTED BY AMOUNT IN ROW (11)		
	0.0%				
14	TYPE OF REPO	 RTING PE	RSON		
	PN				
	O.: 95059010 NAMES OF REP		ERSONS		
	Trian Partne	rs Paral	lel Fund II General Partner, LLC		
	S.S. OR I.R.	S. IDENT	IFICATION NO. OF ABOVE PERSON: 87-0763099		
 2.	CHECK THE API	 PROPRTAT	F BOX IF A MEMBER OF A GROUP	(a)	

				(b)	_
3	SEC USE ONLY				
4	SOURCE OF FUN	 DS			
	00				
5	CHECK IF DISC PURSUANT TO I		OF LEGAL PROCEEDINGS IS REQUIRED		_
6	CITIZENSHIP C	R PLACE	OF ORGANIZATION		
	Delaware				
		7	SOLE VOTING POWER		
NUMBER	OF		0		
SHARES BENEFIC		8	SHARED VOTING POWER		
OWNED B EACH			30,751		
REPORTING PERSON	NG	9	SOLE DISPOSITIVE POWER		
			0		
		10	SHARED DISPOSITIVE POWER		
			30,751		
11	AGGREGATE AMO	UNT BEN	EFICIALLY OWNED BY EACH REPORTING PERSON		
	30,751				
12	CHECK BOX IF CERTAIN SHARE		REGATE AMOUNT IN ROW (11) EXCLUDES		_
13	PERCENT OF CL	 ASS REF	RESENTED BY AMOUNT IN ROW (11)		
	0.0%				
14	TYPE OF REPOR	 TING PE	RSON		
	00				
	O.: 950590109 NAMES OF REPC		PERSONS		
	Triarc Compan	ies, Ir	ic.		
	S.S. OR I.R.S	. IDENT	TIFICATION NO. OF ABOVE PERSON: 38-0471180		
2	CHECK THE APP	ROPRIAT	E BOX IF A MEMBER OF A GROUP		X <u>_</u>

3	SEC USE ONLY							
4	SOURCE OF FUN	DS						
5	CHECK IF DISC PURSUANT TO I		OF LEGAL PROCEEDINGS IS REQUIRED d) or 2(e)		_			
6	CITIZENSHIP O	R PLAC	E OF ORGANIZATION					
	Delaware							
		7	SOLE VOTING POWER					
NUMBER	OF		0					
	ENEFICIALLY WNED BY ACH EPORTING		SHARED VOTING POWER					
EACH	CITIZENSHIP OF Delaware MBER OF ARES NEFICIALLY NED BY CH PORTING RSON AGGREGATE AMOU		0					
REPORTI PERSON	NG	9	SOLE DISPOSITIVE POWER					
			0					
		10	SHARED DISPOSITIVE POWER					
			0					
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON							
	0							
12			GREGATE AMOUNT IN ROW (11) EXCLUDES		_			
13	PERCENT OF CL	ASS RE	PRESENTED BY AMOUNT IN ROW (11)					
	0							
14	TYPE OF REPOR	TING P	ERSON					
	CO							
	O.: 950590109 NAMES OF REPO	RTING 1	PERSONS					
	Nelson Peltz							
	S.S. OR I.R.S	. IDEN	TIFICATION NO. OF ABOVE PERSON:					
2	CHECK THE APP	ROPRIA'	TE BOX IF A MEMBER OF A GROUP		X _			

3	SEC USE ONL	Y							
4	SOURCE OF FU	UNDS							
	00								
5	CHECK IF DIS		OF LEGAL PROCEEDINGS IS REQUIRED d) or 2(e)		_				
6	CITIZENSHIP	OR PLACE	E OF ORGANIZATION						
	USA								
		7	SOLE VOTING POWER						
NUMBER	OF		0						
	SHARES BENEFICIALLY DWNED BY		SHARED VOTING POWER						
EACH			8,553,800						
PERSON		9	SOLE DISPOSITIVE POWER						
			0						
		10	SHARED DISPOSITIVE POWER						
			8,553,800						
11	AGGREGATE AI	MOUNT BEI	NEFICIALLY OWNED BY EACH REPORTING PERSON						
	8,553,800								
12	CHECK BOX II		GREGATE AMOUNT IN ROW (11) EXCLUDES		_				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)								
	9.8%								
14	TYPE OF REP	ORTING PE	ERSON						
	IN								
CUSIP 1	NO.: 95059010 NAMES OF REI		PERSONS						
	Peter W. Mag	У							
	S.S. OR I.R	.S. IDEN	FIFICATION NO. OF ABOVE PERSON:						

3	SEC USE ONLY							
4	SOURCE OF FUND	S						
	00							
5		CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) _						
6	CITIZENSHIP OR	PLAC	E OF ORGANIZATION					
	USA							
		7	SOLE VOTING POWER					
NUMBER	OF		0					
SHARES BENEFICIALLY OWNED BY		8	SHARED VOTING POWER					
OWNED I	EACH REPORTING		8,553,800					
REPORTING PERSON		9	SOLE DISPOSITIVE POWER					
			0					
		10	SHARED DISPOSITIVE POWER					
			8,553,800					
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON							
	8,553,800							
12	CHECK BOX IF T		GREGATE AMOUNT IN ROW (11) EXCLUDES		_			
13	PERCENT OF CLA	SS REI	PRESENTED BY AMOUNT IN ROW (11)					
	9.8%							
14	TYPE OF REPORT	ING P	ERSON					
	IN							
CUSIP I	NO.: 950590109 NAMES OF REPOR	TING 1	PERSONS					
	Edward P. Gard	len						
	S.S. OR I.R.S.	IDEN	FIFICATION NO. OF ABOVE PERSON:					
2	CHECK THE APPR	OPRIA	FE BOX IF A MEMBER OF A GROUP	(a)	X			
				(b)	_			
3	SEC USE ONLY							

4	SOURCE OF FUNDS							
	00							
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)							
6	CITIZENSHIP OR PLACE OF ORGANIZATION							
	USA							
		7	SOLE VOTING POWER					
NUMBER	OF		0					
SHARES BENEFIC		8	SHARED VOTING POWER					
OWNED B			8,553,800					
REPORTI PERSON	ING	9	SOLE DISPOSITIVE POWER					
			0					
		10	SHARED DISPOSITIVE POWER					
			8,553,800					
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON							
	8,553,800							
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES			_				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)							
	9.8%	9.8%						
14	TYPE OF REPORTING PERSON							
	IN							
CUSIP N	O.: 950590109 NAMES OF REPOR	TING E	PERSONS					
	Castlerigg Mas	ter Ir	nvestments Ltd.					
2	CHECK THE APPR	 OPRIAT	E BOX IF A MEMBER OF A GROUP		X _			
3	SEC USE ONLY							
	SOURCE OF FUND	 S						

	WC						
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)				_		
6	CITIZENSHIP OR	CITIZENSHIP OR PLACE OF ORGANIZATION					
	British Virgin	Islar	nds				
		7	SOLE VOTING POWER				
NUMBER	OF		0				
SHARES BENEFIC		8	SHARED VOTING POWER				
OWNED B EACH			3,916,013				
REPORTI PERSON	NG	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	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES _						
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
	4.5% 						
14	TYPE OF REPORTING PERSON						
	CO 						
	O.: 950590109 NAMES OF REPOR	TING E	PERSONS				
	Sandell Asset	Manage	ement Corp.				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)						
3	SEC USE ONLY						
4	SOURCE OF FUND						
	AF						

5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)						
6	CITIZENSHIP	OR PLACE	OF ORGANIZATION				
	Cayman Islands						
		7	SOLE VOTING POWER				
NUMBER			0				
SHARES BENEFI	CIALLY	8	SHARED VOTING POWER				
OWNED I			3,916,013				
REPORT PERSON		9	SOLE DISPOSITIVE POWER				
			0				
		10	SHARED DISPOSITIVE POWER				
			3,916,013				
11	AGGREGATE A	MOUNT BEN	EFICIALLY OWNED BY EACH REPORTING PERSON				
	3,916,013						
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES _						
13	PERCENT OF	 CLASS REP	RESENTED BY AMOUNT IN ROW (11)				
	4.5%						
14	TYPE OF REPORTING PERSON						
	CO						
	NO.: 9505901 NAMES OF RE Castlerigg	PORTING P	ERSONS onal Limited				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) X (b) _						
3	SEC USE ONLY						
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 PLACI	E OF ORGANIZATION					
	British Virg	in Islaı						
		7	SOLE VOTING POWER					
NUMBER	OF		0					
SHARES BENEFIC		8	SHARED VOTING POWER					
OWNED EACH			3,916,013					
REPORTI PERSON	ING	9	SOLE DISPOSITIVE POWER					
			0					
		10	SHARED DISPOSITIVE POWER					
			3,916,013					
11	AGGREGATE AM	OUNT BEI	NEFICIALLY OWNED BY EACH REPORTING PERSON					
	3,916,013							
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES _							
13	PERCENT OF C	LASS REI	PRESENTED BY AMOUNT IN ROW (11)					
	4.5%							
14	TYPE OF REPORTING PERSON							
	CO	0						
CHCID N	NO.: 95059010	0						
1	NAMES OF REP		PERSONS					
	Castlerigg I	nternat	ional Holdings Limited					
2	CHECK THE AP	PROPRIA	TE BOX IF A MEMBER OF A GROUP	(a) (b)				
3	SEC USE ONLY							
4	SOURCE OF FU							
	AF							
5	CHECK IF DIS		OF LEGAL PROCEEDINGS IS REQUIRED		_			

British Virgin Islands

	British Virgi	n Isla	nds				
		7	SOLE VOTING POWER				
NUMBER OF			0				
SHARES BENEFIC		8	SHARED VOTING POWER				
OWNED B			3,916,013				
REPORTII PERSON	NG	9	SOLE DISPOSITIVE POWER				
			0				
		10	SHARED DISPOSITIVE POWER				
			3,916,013				
11	AGGREGATE AMO	UNT BE	NEFICIALLY OWNED BY EACH REPORTING PERSON				
	3,916,013						
12	CHECK BOX IF		GREGATE AMOUNT IN ROW (11) EXCLUDES		_		
13	PERCENT OF CL	ASS RE	PRESENTED BY AMOUNT IN ROW (11)				
	4.5%						
14	TYPE OF REPORTING PERSON						
	CO						
	O.: 950590109 NAMES OF REPO		PERSONS				
	Thomas E. San	dell					
2	CHECK THE APP:	ROPRIA	TE BOX IF A MEMBER OF A GROUP		X _		
3	SEC USE ONLY						
4	SOURCE OF FUNDS						
	AF						
5	CHECK IF DISC PURSUANT TO I		OF LEGAL PROCEEDINGS IS REQUIRED d) or 2(e)		_		
6	CITIZENSHIP O	R PLAC	E OF ORGANIZATION				
	Sweden						
		7	SOLE VOTING POWER				

NUMBER OF SHARES BENEFICIALLY 8 OWNED BY EACH			0					
		8	SHARED VOTING POWER					
			3,916,013					
REPORT: PERSON	ING	9	SOLE DISPOSITIVE POWER					
			0					
		10	SHARED DISPOSITIVE POWER					
			3,916,013					
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON							
	3,916,013	3,916,013						
12	CHECK BOX IF T CERTAIN SHARES		GREGATE AMOUNT IN ROW (11) EXCLUDES	_				
13	PERCENT OF CLA	SS REI	PRESENTED BY AMOUNT IN ROW (11)					
	4.5%	4.5%						
14	TYPE OF REPORT	TYPE OF REPORTING PERSON						
	IN							
CUSIP 1	NO.: 950590109 NAMES OF REPOR Jerry W. Levin		PERSONS					
2	CHECK THE APPR	OPRIA	FE BOX IF A MEMBER OF A GROUP	(a) X (b) _				
	SEC USE ONLY							
4	SOURCE OF FUND							
	00							
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)							
6	CITIZENSHIP OR	PLACI	E OF ORGANIZATION					
	USA							
		7	SOLE VOTING POWER					
NUMBER SHARES	OF		5,443					

BENEFICIALLY OWNED BY EACH		8	SHARED VOTING POWER		
REPORTI	NG				
PERSON		9	SOLE DISPOSITIVE POWER		
			5,443		
		10	SHARED DISPOSITIVE POWER		
			0		
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	5,443				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	0.0%				
14	TYPE OF REPORTING PERSON				
	IN				

INTRODUCTORY STATEMENT

This Amendment No. 14 (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 I General Partner, LLC, a Delaware limited liability company ("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"), 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 and Messrs. Peltz, May and Garden are sometimes hereinafter referred to collectively as the "Trian Filing Persons"), J