

Wendy's Co
Form 8-K
December 29, 2016

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d)

of the Securities Exchange Act of 1934

Date of Report (date of earliest event reported): December 29, 2016 (December 27, 2016)

THE WENDY S COMPANY

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction

of incorporation)

1-2207
(Commission

File No.)
One Dave Thomas Blvd.

38-0471180
(IRS Employer

Identification No.)

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Dublin, Ohio 43017

(Address of principal executive offices, including ZIP code)

(614) 764-3100

(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01 Other Events.

On December 27, 2016, The Wendy's Company (the Company) completed its previously announced accelerated share repurchase program (the ASR) with J.P. Morgan Securities LLC, as agent for JPMorgan Chase Bank, National Association, London Branch.

Under the ASR, the Company repurchased a total of 11,403,115 shares of its common stock (or approximately 4.4% of its outstanding common stock on November 11, 2016, the date the agreement governing the ASR was entered into) for an aggregate purchase price of \$150.0 million. After the completion of the ASR, the Company has utilized substantially all of the \$1.4 billion share repurchase authorization announced on June 3, 2015.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report on Form 8-K to be signed on its behalf by the undersigned, hereunto duly authorized.

THE WENDY S COMPANY

By: /s/ Dana Klein

Name: Dana Klein

Title: Senior Vice President Corporate and
Securities Counsel and Assistant
Secretary

Dated: December 29, 2016