

## TRIARC COMPANIES INC

## Form 5

February 13, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

( ) Check box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

( ) Form 3 Holdings Reported

( ) Form 4 Transactions Reported

## 1. Name and Address of Reporting Person

May, Peter W.

Triarc Companies, Inc.

280 Park Avenue, 41st Floor

New York, NY 10017

USA

## 2. Issuer Name and Ticker or Trading Symbol

Triarc Companies, Inc.

TRY

## 3. IRS or Social Security Number of Reporting Person (Voluntary)

## 4. Statement for Month/Year

December 30, 2001

## 5. If Amendment, Date of Original (Month/Year)

## 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

(X) Director (X) 10% Owner (X) Officer (give title below) ( ) Other

(specify below)

President and Chief Operating Officer

## 7. Individual or Joint/Group Reporting (Check Applicable Line)

(X) Form filed by One Reporting Person

( ) Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Year
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Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Date	4. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date Date (Month/Day/Year)	7. Title and Amount of Underlying Securities Title and Number of Shares	8. Put or Call or Other Feature of Underlying Securities
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Employee Stock Options	\$24.60	12/6/	(A)	125,000	A	(1)	12/6/	Class A Comm	125,000
(right to buy) with tan		01					11	on Stock	
dem tax withholding righ									
ts									

## Explanation of Responses:

(1) The option vests in three equal installments on December 6, 2002, 2003 and 2004.

SIGNATURE OF REPORTING PERSON

PETER W. MAY

DATE

February 12, 2002