TRIARC COMPANIES INC
Form 424B3
February 24, 2004

Filed Pursuant to Rule 424(b)(3)
Registration No. 333-110719

PROSPECTUS SUPPLEMENT
(TO PROSPECTUS DATED DECEMBER 2, 2003)

$175,000,000

TRIARC COMPANIES, INC.

5% CONVERTIBLE NOTES DUE 2023 AND SHARES OF CLASS A COMMON STOCK AND CLASS B COMMON STOCK, SERIES 1, ISSUABLE UPON CONVERSION OF THE NOTES

This prospectus supplement supplements our prospectus dated December 2, 2003, relating to the offer and resale by various selling securityholders of up to $175,000,000 aggregate principal amount of our 5% Convertible Notes due 2023 and shares of our Class A common stock and Class B common stock, Series 1, into which the notes are convertible. This prospectus supplement should be read in conjunction with, and may not be delivered or utilized without, the prospectus and the previous prospectus supplements. This prospectus supplement is qualified by reference to the prospectus, as supplemented, except to the extent that the information in this prospectus supplement supersedes the information contained therein.

The information in the table contained under the heading "Selling Securityholders" beginning on page 62 of the prospectus is hereby amended by adding the information below with respect to persons not previously listed in the prospectus or any supplements thereto:

SELLING SECURITYHOLDER	PRINCIPAL AMOUNT OF NOTES BENEFICIALLY OWNED AND OFFERED HEREBY($)	NUMBER OF SHARES OF CLASS A COMMON STOCK BENEFICIALLY OWNED AND OFFERED HEREBY(1)	NUMBER OF SHARES OF CLASS B COMMON STOCK, SERIES 1, BENEFICIALLY OWNED AND OFFERED HEREBY(2)	PERCENTAGE CLASS A COMM STOCK BENEFICIALL OWNED AFTE COMPLETION THE OFFERING
ING Convertible Fund.....	990,000	24,750	49,500	--
ING VP Convertible Portfolio.....	10,000	250	500	--

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(1) Includes shares of Class A common stock issuable upon conversion of the notes, and assumes a conversion rate of 25 shares per $1,000 principal amount of the notes, which conversion rate is subject to adjustment as described under "Description of the Notes--Conversion of Notes" in the prospectus. Accordingly, the number of shares of Class A common stock

issuable upon conversion of the notes may increase or decrease from time to time. Under the terms of the indenture, we will not issue fractional shares of Class A common stock upon conversion of the notes and, in lieu thereof, will pay cash.

(2) Includes shares of Class B common stock, Series 1, issuable upon conversion of the notes, and assumes a conversion rate of 50 shares per $1,000 principal amount of the notes, which conversion rate is subject to adjustment as described under "Description of the Notes--Conversion of Notes" in the prospectus. Accordingly, the number of shares of Class B common stock, Series 1, issuable upon conversion of the notes may increase or decrease from time to time. Under the terms of the indenture, we will not issue fractional shares of Class B common stock, Series 1, upon conversion of the notes and, in lieu thereof, will pay cash.

INVESTING IN THE SECURITIES OFFERED BY THE PROSPECTUS AND THIS PROSPECTUS SUPPLEMENT INVOLVES RISKS. SEE "RISK FACTORS" BEGINNING ON PAGE 12 OF THE PROSPECTUS.

Neither the Securities and Exchange Commission, nor any state securities commission, has approved or disapproved of these securities or passed upon the accuracy or adequacy of this prospectus supplement or the prospectus. Any representation to the contrary is a criminal offense.

THIS PROSPECTUS SUPPLEMENT IS DATED FEBRUARY 24, 2004