

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Pant Muktesh</u> _____ (Last) (First) (Middle) 16/F TWO GRAND GATEWAY 3 HONG QIAO ROAD _____ (Street) SHANGHAI F4 200030 _____ (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>Yum China Holdings, Inc. [YUMC]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chief Executive Officer		
			3. Date of Earliest Transaction (Month/Day/Year) 11/01/2016			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
			4. If Amendment, Date of Original Filed (Month/Day/Year)					

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Appreciation Right	\$11.26	11/01/2016		A		52,833		(1)	01/24/2018	Common Stock	52,833	\$0	52,833	D	
Stock Appreciation Right	\$11.26	11/01/2016		A		34,707		(1)	01/24/2018	Common Stock	34,707	\$0	34,707	D	
Stock Appreciation Right	\$8.84	11/01/2016		A		133,503		(1)	02/05/2019	Common Stock	133,503	\$0	133,503	D	
Stock Appreciation Right	\$9.96	11/01/2016		A		113,250		(1)	02/05/2020	Common Stock	113,250	\$0	113,250	D	
Stock Appreciation Right	\$14.88	11/01/2016		A		100,468		(1)	02/04/2021	Common Stock	100,468	\$0	100,468	D	
Stock Appreciation Right	\$16.25	11/01/2016		A		93,672		(2)	11/18/2021	Common Stock	93,672	\$0	93,672	D	
Stock Appreciation Right	\$19	11/01/2016		A		89,779		(3)	02/06/2023	Common Stock	89,779	\$0	89,779	D	
Stock Appreciation Right	\$21.3	11/01/2016		A		83,605		(4)	02/05/2024	Common Stock	83,605	\$0	83,605	D	
Stock Appreciation Right	\$22.32	11/01/2016		A		87,960		(5)	02/06/2025	Common Stock	87,960	\$0	87,960	D	
Stock Appreciation Right	\$21.06	11/01/2016		A		207,883		(6)	02/05/2026	Common Stock	207,883	\$0	207,883	D	
Phantom Stock	(7)	11/01/2016		A		38,592		(8)	(9)	Common Stock	38,592	\$0	38,592	D	
Phantom Stock	(7)	11/01/2016		A		31,513		(8)	(9)	Common Stock	31,513	\$0	31,513	D	
Phantom Stock	(7)	11/01/2016		A		390		(8)	(9)	Common Stock	390	\$0	390	D	
Phantom Stock	(7)	11/01/2016		A		18,963		(8)	(9)	Common Stock	18,963	\$0	18,963	D	
Phantom Stock	(7)	11/01/2016		A		2,731		(8)	(9)	Common Stock	2,731	\$0	2,731	D	
Stock Appreciation Right	\$19.46	11/01/2016		A		114,478		(1)	02/08/2022	Common Stock	114,478	\$0	114,478	D	

Explanation of Responses:

1. Vested in full.
2. Vesting occurs five years from 11/18/2011.
3. Vesting occurs 25% per year beginning one year from 2/6/2013.
4. Vesting occurs 25% per year beginning one year from 2/5/2014.
5. Vesting occurs 25% per year beginning one year from 2/6/2015
6. Vesting occurs 25% per year beginning one year from 2/5/2016.
7. Conversion occurs on a one-for-one basis.
8. Distribution occurs upon separation of employment.
9. This grant does not have a specified expiration date.

Remarks:

The transactions reported on this Form 4 (the "Reported Awards") represent awards made to the Reporting Person pursuant to the terms of the Employee Matters Agreement between the Issuer and YUM! Brands, Inc. dated as of October 31, 2016. Each Reported Award represents the conversion of an award previously granted to the Reporting Person by YUM! Brands, Inc. The Employee Matters Agreement was entered into in connection with the spin-off (the "Spin-Off") of the Issuer from YUM! Brands, Inc. The Reporting Person is also the beneficial owner of 15,733 shares of Common Stock, which shares were acquired by the Reporting Person pursuant to the Spin-Off in a transaction exempt from reporting pursuant to Rule 16a-9.

/s/ Pingping Liu, Power of Attorney.

11/03/2016

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.