

DOMINOS PIZZA INC

Form 4

July 20, 2009

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
DOYLE J PATRICK

(Last) (First) (Middle)

DOMINO'S PIZZA, 30 FRANK
LLOYD WRIGHT DRIVE

(Street)

ANN ARBOR, MI 48106

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
DOMINOS PIZZA INC [DPZ]

3. Date of Earliest Transaction
(Month/Day/Year)
07/16/2009

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify
below) below)

President, Domino's USA

6. Individual or Joint/Group Filing(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 (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)
Common Stock, \$.01 par value				(A) or (D)			401(K) Savings Plan
Common Stock, \$.01 par value					2,640.485 ⁽⁴⁾	I	
Common Stock, \$.01 par value					6,486.816 ⁽¹⁾	D	
Common Stock, \$.01 par value	07/16/2009		A	65,000 ⁽²⁾	A \$ 0	71,486.816	D

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

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SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Purchase Common Stock	\$ 7.97	07/16/2009		A		60,000		<u>(3)</u>	07/16/2019	Common Stock, \$.01 par value	60,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

DOYLE J PATRICK
DOMINO'S PIZZA
30 FRANK LLOYD WRIGHT DRIVE
ANN ARBOR, MI 48106

President,
Domino's
USA

Signatures

/s/ Adam J. Gacek, attorney
in fact

07/20/2009

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) Total holdings of shares acquired through Employee Stock Payroll Deduction Plan includes 409,974 shares acquired between June 3, 2009 and July 20, 2009.

(2) 65,000 shares of Common Stock represent a grant of performance-based restricted stock that shall vest one-third each year on the anniversary date of the issuance date if applicable performance conditions are achieved. Thus one-third may vest on each of July 16, 2010, July 16, 2011 and July 16, 2012.

(3) The options to purchase common stock vest one-third each year on the anniversary date of the option to purchase grant date. Thus one-third shall vest on each of July 16, 2010, July 16, 2011 and July 16, 2012.

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- (4) Includes an additional 189.993 shares in the Domino's Pizza stock fund, part of the Domino's Pizza 401(k) Savings Plan, acquired from May 29, 2009 through July 20, 2009

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

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