(City)

(State)

1. Name and Address of Reporting Person*

(Zip)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

IN BENEFICIAL OWNERSHIP

Washington,	D.C.	20549
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to	STATEMENT OF CHANGES
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OMB APPROVAL OMB Number:

Estimated average burden hours per response: 0.5

See footnotes(1)(2)(3)

See footnotes $^{(1)(2)(3)}$

11. Nature of Indirect Beneficial Ownership (Instr. 4)

Section obligat	this box if no long the state of the thick the state of t	Form 5	STATEMI	iled purs	suant to	Section	on 16	(a) of	the Securi	ties E	xchan	nge Act o		EF	RSHIP	[average burd response:	3235-028 en 0
1. Name and Address of Reporting Person* BALSON ANDREW				2. Issuer Name and Ticker or Trading Symbol DOMINOS PIZZA INC [DPZ]						5. Relationship of F (Check all applicat X Director		plicable) ctor	Reporting Person(s) to Issuer ble) X 10% Owner						
(Last) (First) (Middle) C/O BAIN CAPITAL INVESTORS, LLC 111 HUNTINGTON AVENUE			3. Date of Earliest Transaction (Month/Day/Year) 11/02/2010							Officer (giv below)			re title Other (specif below)						
(Street)			02199	4.1	4. If Amendment, Date of Original Filed (Month/Day/Year)				6. Individual or Joint/Group Filin Line) Form filed by One Re X Form filed by More the Person			eporting Person							
(City)	(St	ate)	(Zip)																
		Tak	le I - Non-Der	ivative	e Sec	uritie	es A	cqu	ired, Dis	spos	ed c	of, or E	Benef	ici	ally Own	ed			
1. Title of	Security (Inst	r. 3)	2. Transaction Date (Month/Day/Year)	2A. Dee Execut if any (Month		e, T	3. Transaction Code (Instr. 8)		4. Securities Acquired Disposed Of (D) (Instr				ecu ene wne	wing	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Direct ct (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
						c	ode	v	Amount	(A (D	A) or D)	Price	т	rans	rted saction(s) . 3 and 4)				
Common	Stock, Par	Value \$0.01	11/02/2010				S		18,633	3	D	\$15.00)25	2,	732,774		I	See footno (4)(5)(6)	otes ⁽¹⁾⁽²⁾⁽³
Common	Stock, Par	Value \$0.01	11/02/2010				S		3,977		D	\$15.0	92	2,	728,797		I	See footno (4)(5)(6)	otes ⁽¹⁾⁽²⁾⁽³
Common	Stock, Par	Value \$0.01												1	14,605	1	D		
		Т	able II - Deriva (e.g., ¡						ed, Dispo						y Owned				
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		Transaction Code (Instr. 8) S. A. (A. C.		5. Number 6. of Ex		Date Exercisable and xpiration Date Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (In and 4)		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. Natu of Indire Benefici Ownersh (Instr. 4)			
				Code	v	(A)	(D)	Da Ex	ite ercisable	Expir Date	ration	Title	Amou or Numb of Share	er					
	nd Address of ON AND	Reporting Person	*																
	IN CAPITA	(First) L INVESTORS AVENUE	(Middle)																
(Street)	N	MA	02199																
(City)		(State)	(Zip)																
		Reporting Person <u>INVESTOI</u>																	
(Last)	NTINGTON	(First)	(Middle)		- $ $														
(Street)	N	MA	02199		-														

DAIN CAP	<u>PITAL FUND V</u>	<u>I LP</u>
	(First) AIRS MANAGER I GTON AVENUE	(Middle) BAIN CAPITAL, LLC
(Street) BOSTON	MA	02199
(City)	(State)	(Zip)
	dress of Reporting Pers	
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(Street) BOSTON	MA	02199
(City)	(State)	(Zip)
	dress of Reporting Pers	son*
(Last) 111 HUNTIN	(First) GTON AVENUE	(Middle)
(Street) BOSTON	MA	02199
(City)	(State)	(Zip)
	dress of Reporting Pers	son*
(Last) LEGAL AFFA 111 HUNTIN	OCIATES II B (First)	(Middle) BAIN CAPITAL, LLC
(Last) LEGAL AFF	(First) AIRS MANAGER	(Middle)
BCIP ASSO (Last) LEGAL AFFA 111 HUNTIN (Street)	(First) AIRS MANAGER I	(Middle) BAIN CAPITAL, LLC
(Last) LEGAL AFFA 111 HUNTIN (Street) BOSTON (City) 1. Name and Add	(First) AIRS MANAGER I	(Middle) BAIN CAPITAL, LLC 02199 (Zip)
(Last) LEGAL AFF 111 HUNTIN (Street) BOSTON (City) 1. Name and Add BCIP TRU (Last) LEGAL AFF	(First) AIRS MANAGER TOTON AVENUE MA (State) dress of Reporting Person ST ASSOCIAT (First)	(Middle) BAIN CAPITAL, LLC 02199 (Zip)
(Last) LEGAL AFF 111 HUNTIN (Street) BOSTON (City) 1. Name and Add BCIP TRU (Last) LEGAL AFF	(First) AIRS MANAGER EGTON AVENUE MA (State) dress of Reporting Persection ASSOCIATE (First) AIRS MANAGER EGTON AVENUE	(Middle) BAIN CAPITAL, LLC 02199 (Zip) son* ES II (Middle)
(Last) LEGAL AFFA 111 HUNTIN (Street) BOSTON (City) 1. Name and Add BCIP TRU (Last) LEGAL AFFA 111 HUNTIN (Street)	(First) AIRS MANAGER TO AVENUE MA (State) CITY OF THE STANA SOCIATION AVENUE (First) AIRS MANAGER TO AVENUE	(Middle) BAIN CAPITAL, LLC 02199 (Zip) Son* ES II (Middle) BAIN CAPITAL, LLC
(Last) LEGAL AFFA 111 HUNTIN (Street) BOSTON (City) 1. Name and Add BCIP TRU (Last) LEGAL AFFA 111 HUNTIN (Street) BOSTON (City) 1. Name and Add	(First) AIRS MANAGER GTON AVENUE MA (State) dress of Reporting Pers ST ASSOCIAT (First) AIRS MANAGER GTON AVENUE	(Middle) BAIN CAPITAL, LLC 02199 (Zip) Son* ES II (Middle) BAIN CAPITAL, LLC 02199 (Zip)
(Last) LEGAL AFFA 111 HUNTIN (Street) BOSTON (City) 1. Name and Add BCIP TRU (Last) LEGAL AFFA 111 HUNTIN (Street) BOSTON (City) 1. Name and Add BCIP TRU (Last) LEGAL AFFA LEGAL AFFA LEGAL AFFA	(First) AIRS MANAGER TOTON AVENUE MA (State) dress of Reporting Person AVENUE (First) AIRS MANAGER TOTON AVENUE MA (State) dress of Reporting Person AVENUE MA (State) dress of Reporting Person AVENUE (First) (First)	(Middle) BAIN CAPITAL, LLC 02199 (Zip) Son* ES II (Middle) BAIN CAPITAL, LLC 02199 (Zip)
(Last) LEGAL AFFA 111 HUNTIN (Street) BOSTON (City) 1. Name and Add BCIP TRU (Last) LEGAL AFFA 111 HUNTIN (Street) BOSTON (City) 1. Name and Add BCIP TRU (Last) LEGAL AFFA LEGAL AFFA LEGAL AFFA	(First) AIRS MANAGER I GTON AVENUE MA (State) dress of Reporting Pers ST ASSOCIAT (First) AIRS MANAGER I GTON AVENUE MA (State) dress of Reporting Pers ST ASSOCIAT (First) AIRS MANAGER I GTON AVENUE	(Middle) BAIN CAPITAL, LLC 02199 (Zip) Son* ES II (Middle) BAIN CAPITAL, LLC 02199 (Zip) Son* ES II B (Middle)

	ress of Reporting Pers	son*					
(Last)	(First)	(Middle)					
` ′	(Last) (First) (Middle) LEGAL AFFAIRS MANAGER BAIN CAPITAL, LLC						
111 HUNTINGTON AVENUE							
(Street)							
BOSTON	MA	02199					
(City)	(State)	(Zip)					
	ress of Reporting Pers						
(Last)	(First)	(Middle)					
LEGAL AFFAIRS MANAGER BAIN CAPITAL, LLC							
111 HUNTINGTON AVENUE							
(Street) BOSTON	MA	02199					
	IVIA	U2133					
(City)	(State)	(Zip)					

Explanation of Responses:

- 1. Mr. Balson is the Managing Director of Bain Capital Investors, LLC ("BCI"), is the sole general partner of Bain Capital Partners VI, L.P. ("BCP VI"), which is the sole general partner of Bain Capital Fund VI, L.P. ("Fund VI"). As a result, Mr. Balson may be deemed to share voting and dispositive power with respect to the shares of Common Stock held by Fund VI. Mr. Balson disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein. As of November 2, 2010, Fund VI held 1,189,332 shares of Common Stock.
- 2. BCP VI is the sole general partner of Bain Capital VI Coinvestment Fund, L.P. ("Coinvestment Fund VI"). As a result, Mr. Balson may be deemed to share voting and dispositive power with respect to the shares of Common Stock held by Coinvestment Fund VI. Mr. Balson disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein. As of November 2, 2010 Coinvestment Fund VI held 1.353.776 shares of Common Stock.
- 3. Because BCI is the managing partner of each of BCIP Associates II ("BCIP II"), BCIP Associates II-B ("BCIP II-B"), and BCIP Associates II-C ("BCIP II-C"), Mr. Balson may be deemed to share voting and dispositive power with respect to the shares of Common Stock held by BCIP II, BCIP II-B and BCIP II-C. Mr. Balson disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein. As of November 2, 2010, BCIP II, BCIP II-B and BCIP II-C held 112,934, 17,835 and 32,384 shares of Common Stock.
- 4. BCI is the managing partner of BCIP Trust Associates II ("BCIPT II"). As a result, Mr. Balson may be deemed to share voting dispositive power with respect to the shares of Common Stock held by BCIPT II. Mr. Balson disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein. On November 2, 2010, BCIPT II sold 13,126 shares of Common Stock. Following such sale, BCIPT II held 13,083 shares of Common Stock.
- 5. BCI is also the managing partner of BCIP Trust Associates II-B ("BCIPT II-B"). As a result, Mr. Balson may be deemed to share voting dispositive power with respect to the shares of Common Stock held by BCIPT II-B. Mr. Balson disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein. On November 2, 2010, BCIPT II-B sold 5,507 shares of Common Stock. Following such sale, BCIPT II held 5,489 shares of Common Stock.
- 6. BCI is the attorney-in-fact for PEP Investments PTY Ltd. ("PEP") and as a result, Mr. Balson may be deemed to share voting and dispositive power with respect to the shares of Common Stock held by PEP. Mr. Balson disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein. On November 2, 2010, PEP sold 3,977 shares of Common Stock. Following such sale, PEP held 3,964 shares of Common Stock.

Remarks:

1 of 2

<u>/s/ Andrew Balson</u> <u>11/03/2010</u>
** 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.