

**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>NUNNELLY MARK E</u>  (Last) (First) (Middle) <u>C/O BAIN CAPITAL INVESTORS, LLC</u> <u>111 HUNTINGTON AVENUE</u>  (Street) <u>BOSTON MA 02199</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>DOMINOS PIZZA INC [ DPZ ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/02/2010</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	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

**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			
Common Stock, Par value \$0.01	12/02/2010		S		3,964	D	\$14.9385	148,000	I	See Footnotes <sup>(1)(2)</sup>
Common Stock, Par value \$0.01								221,095	D	

**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)
					(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person\*  
NUNNELLY MARK E  
 (Last) (First) (Middle)  
C/O BAIN CAPITAL INVESTORS, LLC  
111 HUNTINGTON AVENUE  
 (Street)  
BOSTON MA 02199  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
BAIN CAPITAL INVESTORS LLC  
 (Last) (First) (Middle)  
111 HUNTINGTON AVENUE  
 (Street)  
BOSTON MA 02199  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
BAIN CAPITAL FUND VI LP  
 (Last) (First) (Middle)

LEGAL AFFAIRS MANAGER BAIN CAPITAL, LLC  
111 HUNTINGTON AVENUE

(Street)  
BOSTON MA 02199

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Bain Capital VI Coinvestment Fund, L.P.](#)

(Last) (First) (Middle)  
LEGAL AFFAIRS MANAGER BAIN CAPITAL, LLC  
111 HUNTINGTON AVENUE

(Street)  
BOSTON MA 02199

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[BCIP ASSOCIATES II](#)

(Last) (First) (Middle)  
111 HUNTINGTON AVENUE

(Street)  
BOSTON MA 02199

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[BCIP ASSOCIATES II B](#)

(Last) (First) (Middle)  
LEGAL AFFAIRS MANAGER BAIN CAPITAL, LLC  
111 HUNTINGTON AVENUE

(Street)  
BOSTON MA 02199

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[BCIP TRUST ASSOCIATES II](#)

(Last) (First) (Middle)  
LEGAL AFFAIRS MANAGER BAIN CAPITAL, LLC  
111 HUNTINGTON AVENUE

(Street)  
BOSTON MA 02199

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[BCIP TRUST ASSOCIATES II B](#)

(Last) (First) (Middle)  
LEGAL AFFAIRS MANAGER BAIN CAPITAL, LLC  
111 HUNTINGTON AVENUE

(Street)  
BOSTON MA 02199

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[BCIP ASSOCIATES II-C](#)

(Last) (First) (Middle)  
**LEGAL AFFAIRS MANAGER BAIN CAPITAL, LLC**  
**111 HUNTINGTON AVENUE**

(Street)  
**BOSTON MA 02199**

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

**PEP INVESTMENTS PTY LTD**

(Last) (First) (Middle)  
**LEGAL AFFAIRS MANAGER BAIN CAPITAL, LLC**  
**111 HUNTINGTON AVENUE**

(Street)  
**BOSTON MA 02199**

(City) (State) (Zip)

**Explanation of Responses:**

1. Mr. Mark Nunnelly is a Managing Director of Bain Capital Investors, LLC ("BCI"). Because 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"), Mr. Nunnelly may be deemed to share voting and dispositive power with respect to the shares of Common Stock held by Fund VI. Mr. Nunnelly disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein. As of December 2, 2010 Fund VI held 148,000 shares of Common Stock.

2. BCI is the attorney-in-fact for PEP Investments PTY Ltd. ("PEP") and as a result, Mr. Nunnelly may be deemed to share voting and dispositive power with respect to the shares of Common Stock held by PEP. Mr. Nunnelly disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein. On December 2, 2010 PEP sold 3,964 shares of Common Stock. Following such sale, PEP held zero shares of Common Stock.

**Remarks:**

Form 1 of 2

/s/ Mark E Nunnelly

12/03/2010

\*\* 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.**