
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549**

FORM 8-K

**CURRENT REPORT PURSUANT TO
SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported) July 18, 2024

Domino's Pizza, Inc.

(Exact Name of Registrant as Specified in Its Charter)

Delaware

(State or Other Jurisdiction of Incorporation or Organization)

001-32242

(Commission File Number)

38-2511577

(I.R.S. Employer Identification No.)

**30 Frank Lloyd Wright Drive
Ann Arbor, Michigan**

(Address of Principal Executive Offices)

48105

(Zip Code)

Registrant's telephone number, including area code (734) 930-3030

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Exchange Act:

<u>Title of Each Class</u>	<u>Trading Symbol</u>	<u>Name of Each Exchange on Which Registered</u>
Domino's Pizza, Inc. Common Stock, \$0.01 par value	DPZ	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 2.02. Results of Operations and Financial Condition.

On July 18, 2024, Domino's Pizza, Inc. issued a press release announcing financial results for the second quarter ended June 16, 2024. A copy of the press release is attached hereto as Exhibit 99.1. The information in this Form 8-K and the Exhibit attached hereto are being furnished pursuant to Item 2.02 of Form 8-K and therefore shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit Number</u>	<u>Description</u>
99.1	Domino's Pizza, Inc. second quarter 2024 financial results press release, dated July 18, 2024.
104	The cover page from this Current Report on Form 8-K, formatted in Inline XBRL (included as Exhibit 101).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

DOMINO'S PIZZA, INC.
(Registrant)

Date: July 18, 2024

/s/ Sandeep Reddy
Sandeep Reddy
Executive Vice President, Chief Financial Officer
(Principal Financial Officer)



For Immediate Release

Exhibit 99.1

Contact: Greg Lemenchick
Vice President - Investor Relations
investorrelations@dominos.com

Domino's Pizza® Announces Second Quarter 2024 Financial Results

Global retail sales growth (excluding foreign currency impact) of 7.2%

U.S. same store sales growth of 4.8%

International same store sales growth (excluding foreign currency impact) of 2.1%

Global net store growth of 175

Income from operations increased 0.4%; excluding the negative impact of foreign currency exchange rates on international franchise royalty revenues of \$2.7 million, income from operations increased 1.7%

ANN ARBOR, Michigan, July 18, 2024: Domino's Pizza, Inc. (NYSE: DPZ), the largest pizza company in the world, announced results for the second quarter of 2024.

“Our year-to-date performance demonstrates that our Hungry for MORE strategy is off to a great start, having an immediate impact on sales and profits,” said Russell Weiner, Domino's Chief Executive Officer. “For the second straight quarter we drove U.S. comp performance in the healthiest way possible, through profitable order count growth. We had positive order counts in our delivery and carryout businesses, and across all income cohorts. Our strategy is resonating with customers and our system, which gives me great confidence that we can drive significant long-term value creation for our shareholders.”

Second Quarter 2024 Operational and Financial Highlights (Unaudited):

The tables below outline certain statistical measures utilized by the Company to analyze its performance, as well as key financial results. This historical data is not necessarily indicative of results to be expected for any future period. Refer to *Comments on Regulation G* below for additional details, including definitions of these statistical measures and certain reconciliations.

	Second Quarter		Two Fiscal Quarters	
	2024	2023	2024	2023
Global retail sales: (in millions of U.S. dollars)				
U.S. stores	\$ 2,222.1	\$ 2,081.2	\$ 4,434.0	\$ 4,132.2
International stores	2,206.1	2,128.7	4,358.2	4,191.3
Total	\$ 4,428.2	\$ 4,209.9	\$ 8,792.2	\$ 8,323.5

	Second Quarter		Two Fiscal Quarters	
	2024	2023	2024	2023
Global retail sales growth: (versus prior year period, excluding foreign currency impact)				
U.S. stores	+ 6.8%	+ 1.7%	+ 7.3%	+ 3.4%
International stores ⁽¹⁾	+ 7.7%	+ 10.1%	+ 7.2%	+ 8.3%
Total ⁽²⁾	+ 7.2%	+ 5.8%	+ 7.3%	+ 5.8%

Same store sales growth: (versus prior year period)				
	2024	2023	2024	2023
U.S. Company-owned stores	+ 4.5%	+ 5.5%	+ 6.5%	+ 6.4%
U.S. franchise stores	+ 4.8%	(0.1)%	+ 5.2%	+ 1.6%
U.S. stores	+ 4.8%	+ 0.1%	+ 5.2%	+ 1.8%
International stores (excluding foreign currency impact)	+ 2.1%	+ 3.6%	+ 1.5%	+ 2.3%

(1) 2024 second quarter and two fiscal quarters figures each exclude the impact of the Russia market. Including the impact of the Russia market, international stores retail sales growth, excluding foreign currency impact, was 7.2% and 6.7% for the second quarter and two fiscal quarters of 2024, respectively.

(2) 2024 second quarter and two fiscal quarters figures each exclude the impact of the Russia market. Including the impact of the Russia market, total global retail sales growth, excluding foreign currency impact, was 7.0% for each of the second quarter and two fiscal quarters of 2024.

	U.S. Company-owned Stores	U.S. Franchise Stores	Total U.S. Stores	International Stores	Total
Second quarter of 2024 store counts:					
Store count at March 24, 2024	289	6,585	6,874	13,881	20,755
Openings	1	32	33	195	228
Closings	—	(1)	(1)	(52)	(53)
Transfers	(1)	1	—	—	—
Store count at June 16, 2024	289	6,617	6,906	14,024	20,930
Second quarter 2024 net store growth	1	31	32	143	175
Trailing four quarters net store growth	5	166	171	554	725
Trailing four quarters net store growth, excluding Russia ⁽¹⁾	5	166	171	697	868

(1) As previously announced, the remaining 143 net stores in Russia were reflected as closed in the third quarter of 2023 and are reflected as closures in the trailing four quarters ended June 16, 2024. Refer to *Comments on Regulation G* and *Russia Market* discussion below for additional details.

(In millions, except percentages, percentage points, per share data and leverage ratio)	Second Quarter			Two Fiscal Quarters		
	2024	2023	Increase/(Decrease)	2024	2023	Increase/(Decrease)
Total revenues	\$1,097.7	\$1,024.6	+ 7.1%	\$2,182.4	\$2,049.0	+ 6.5%
U.S. Company-owned store gross margin	17.6%	18.6%	(1.0) pp	17.5%	17.7%	(0.2) pp
Supply chain gross margin	11.3%	10.9%	+ 0.4 pp	11.2%	9.9%	+ 1.3 pp
Income from operations	\$196.1	\$195.4	+ 0.4%	\$406.5	\$372.9	+ 9.0%
Net income	\$142.0	\$109.4	+ 29.8%	\$267.8	\$214.2	+ 25.1%
Diluted earnings per share	\$4.03	\$3.08	+ 30.8%	\$7.61	\$6.02	+ 26.4%
Leverage ratio				5.0x	5.6x	(0.6)x
Net cash provided by operating activities				\$274.2	\$242.3	+ 13.2%
Capital expenditures				(43.7)	(38.0)	+ 15.0%
Free cash flow				\$230.5	\$204.3	+ 12.8%

- **Revenues** increased \$73.1 million, or 7.1%, in the second quarter of 2024 as compared to the second quarter of 2023, primarily due to higher supply chain, U.S. franchise advertising and U.S. franchise royalties and fees revenues. The increase in supply chain revenues was primarily attributable to higher order volumes, as well as an increase in the Company's food basket pricing to stores, but was partially offset by a shift in the relative mix of the products sold by the Company. The Company's food basket pricing to stores increased 0.7% during the second quarter of 2024 as compared to the second quarter of 2023. U.S. franchise advertising revenues increased as a result of higher same store sales, the return to the standard 6.0% advertising contribution rate at the beginning of the second quarter of 2024 following the end of the temporary reduction to 5.75% which began in the second quarter of 2023, and net store growth. U.S. franchise royalties and fees increased as a result of higher same store sales and net store growth.
- **U.S. Company-owned store gross margin** decreased 1.0 percentage point in the second quarter of 2024 as compared to the second quarter of 2023. This decrease was primarily driven by higher insurance costs and increased labor costs as a result of higher wage rates. This decrease was partially offset by sales leverage due to higher customer transaction counts.
- **Supply chain gross margin** increased 0.4 percentage points in the second quarter of 2024 as compared to the second quarter of 2023, primarily due to procurement productivity, partially offset by investments in supply chain labor.

- **Income from operations** increased \$0.7 million, or 0.4%, in the second quarter of 2024 as compared to the second quarter of 2023. Excluding the negative impact of foreign currency exchange rates on international franchise royalty revenues of \$2.7 million, income from operations increased \$3.4 million, or 1.7%, in the second quarter of 2024 as compared to the second quarter of 2023. These increases were primarily a result of higher U.S. franchise royalties and fees, as well as gross margin dollar growth within supply chain, each as discussed above. These increases were partially offset by higher general and administrative expenses of \$18.2 million, primarily driven by higher labor costs as well as expenses for the Company's Worldwide Rally that takes place every two years.
- **Net income** increased \$32.6 million, or 29.8%, in the second quarter of 2024 as compared to the second quarter of 2023, primarily due to a change of \$26.4 million in the pre-tax unrealized gains and losses associated with the remeasurement of the Company's investment in DPC Dash Ltd ("DPC Dash"). Additionally, the Company's provision for income taxes decreased \$3.6 million in the second quarter of 2024 due to a lower effective tax rate, partially offset by higher income before provision for income taxes. The effective tax rate decreased to 15.0% in the second quarter of 2024 as compared to 20.8% in the second quarter of 2023, driven by a 7.0 percentage point change in the impact of excess tax benefits from equity-based compensation, which is recorded as a reduction to the provision for income taxes.
- **Diluted EPS** was \$4.03 in the second quarter of 2024 as compared to \$3.08 in the second quarter of 2023, representing a \$0.95, or 30.8%, increase. The increase in diluted EPS was driven by higher net income as discussed above.
- **Net cash provided by operating activities** was \$274.2 million in the two fiscal quarters of 2024 as compared to \$242.3 million in the two fiscal quarters of 2023. The Company spent \$43.7 million on capital expenditures in the two fiscal quarters of 2024, as compared to \$38.0 million in the two fiscal quarters of 2023, resulting in **free cash flow** of \$230.5 million in the two fiscal quarters of 2024 as compared to \$204.3 million in the two fiscal quarters of 2023. The increase in free cash flow was a result of higher net income, excluding non-cash operating activities, partially offset by the negative impact of changes in operating assets and liabilities, higher investments in capital expenditures and payments for advertising activities outpacing receipts from advertising contributions.

Quarterly Dividend

Subsequent to the end of the second quarter of 2024, on July 16, 2024, the Company's Board of Directors declared a \$1.51 per share quarterly dividend on its outstanding common stock for shareholders of record as of September 13, 2024, to be paid on September 30, 2024.

Share Repurchases

During the two fiscal quarters of 2024, the Company repurchased and retired 56,372 shares of common stock for a total of \$25.0 million. As of June 16, 2024, the Company had a total remaining authorized amount for share repurchases of \$1.12 billion.

Long-Term Guidance (2024 - 2028)

The Company continues to expect the following guidance metrics. Annual global retail sales growth and annual income from operations growth exclude the impact of foreign currency.

- 7%+ Annual global retail sales growth; and
- 8%+ Annual income from operations growth.

The Company now expects the following on annual global net store growth:

- Global net store growth of 825 to 925 in 2024.
 - o U.S.: The Company continues to expect 175+ net stores annually for 2024 to 2028.
 - o International: The Company expects it will fall 175 to 275 stores below its 2024 goal of 925+ net stores in international primarily as a result of challenges in both openings and closures being faced by Domino's Pizza Enterprises ("DPE"), one of its master franchisees. The Company is partnering closely with DPE as they work through this process and will provide further updates once it has more visibility into the effect on its annual global net store growth numbers.
- The Company is temporarily suspending its guidance metric of 1,100+ global net stores until the full effect of DPE's store opens and closures on international net store growth are known.

Comments on Regulation G

In addition to the GAAP financial measures set forth in this press release, the Company has included non-GAAP financial measures within the meaning of Regulation G, including free cash flow and income from operations, excluding foreign currency impact. The Company has also included metrics such as global retail sales, global retail sales growth (excluding foreign currency impact), same store sales growth, net store growth, food basket pricing change, impact of changes in foreign currency exchange rates on international franchise royalty revenues and the leverage ratio, which are commonly used statistical measures in the quick-service restaurant industry that are important to understanding Company performance.

The Company uses **“Global retail sales,”** a statistical measure, to refer to total worldwide retail sales at Company-owned and franchise stores. The Company believes global retail sales information is useful in analyzing revenues because franchisees pay royalties and advertising fees that are based on a percentage of franchise retail sales. The Company reviews comparable industry global retail sales information to assess business trends and to track the growth of the Domino’s Pizza brand and believes they are indicative of the financial health of the Company’s franchisee base. In addition, supply chain revenues are directly impacted by changes in franchise retail sales in the U.S. and Canada. As a result, sales by Domino’s franchisees have a direct effect on the Company’s profitability. Retail sales for franchise stores are reported to the Company by its franchisees and are not included in Company revenues. **“Global retail sales growth”** is calculated as the change of U.S. Dollar global retail sales against the comparable period of the prior year. **“Global retail sales growth, excluding foreign currency impact”** is calculated as the change of international local currency global retail sales against the comparable period of the prior year. The 2024 global retail sales growth measures excluding the Russia market are calculated as the growth in retail sales excluding the retail sales from the Russia market from the 2023 retail sales base. Changes in global retail sales growth, excluding foreign currency impact, are primarily driven by same store sales growth and net store growth.

The Company uses **“Same store sales growth,”** a statistical measure, which is calculated by including only retail sales from stores that also had sales in the comparable weeks of both periods. International same store sales growth is calculated similarly to U.S. same store sales growth. Changes in international same store sales are reported excluding foreign currency impacts, which reflect changes in international local currency sales. Same store sales growth for transferred stores is reflected in their current classification.

The Company uses **“Net store growth,”** a statistical measure, which is calculated by netting gross store openings with gross store closures during the period. Transfers between Company-owned stores and franchised stores are excluded from the calculation of net store growth.

The Company uses **“Food basket pricing change,”** a statistical measure, which is calculated as the percentage change of the food basket (including both food and cardboard products) purchased by an average U.S. store (based on average weekly unit sales) from U.S. supply chain centers against the comparable period of the prior year. The Company believes that the food basket pricing change is important to investors and other interested persons to understand the Company’s performance. As food basket prices fluctuate, revenues, cost of sales and gross margin percentages in the Company’s supply chain segment also fluctuate. Additionally, cost of sales, gross margins and gross margin percentages for the Company’s U.S. Company-owned stores also fluctuate.

The Company uses **“Free cash flow,”** which is calculated as net cash provided by operating activities, less capital expenditures, both as reported under GAAP. The most directly comparable financial measure calculated and presented in accordance with GAAP is net cash provided by operating activities. The Company believes that the free cash flow measure is important to investors and other interested persons, and that such persons benefit from having a measure which communicates how much cash flow is available for working capital needs or to be used for repurchasing debt, making acquisitions, repurchasing common stock or paying dividends.

The Company uses **“Income from operations, excluding foreign currency impact,”** which is calculated as income from operations as reported under GAAP, less the **“impact of changes in foreign currency exchange rates on international franchise royalty revenues,”** a statistical measure. The most directly comparable financial measure calculated and presented in accordance with GAAP is income from operations. The impact of changes in foreign currency exchange rates on international franchise royalty revenues is calculated as the difference in international franchise royalty revenues resulting from translating current period local currency results to U.S. dollars at current period exchange rates as compared to prior period exchange rates. The Company believes that the impact of changes in foreign currency exchange rates on international franchise royalty revenues is important to investors and other interested persons to understand the Company’s international royalty revenues given the significant variability in those revenues and that can be driven by changes in foreign currency exchanges rates. International franchise royalty revenues do not have a cost of sales component, so changes in these revenues have a direct impact on income from operations.

The Company uses the “**Leverage ratio**¹,” which is calculated as the Company’s securitized debt related to its fixed-rate notes from the recapitalizations completed in 2021, 2019, 2018, 2017 and 2015 and borrowings under its variable funding notes, divided by Segment Income as defined by the Company under Accounting Standards Codification 280, *Segment Reporting* on a trailing four quarters basis. The Company has historically operated with a leverage ratio between four and six times. The Company reviews its leverage ratio on at least a quarterly basis and believes its leverage ratio is important to investors and other interested persons to understand the capital structure of the Company, and to assess the ability of the Company to meet its financial obligations.

The reconciliation of the leverage ratio for the second quarters of 2024 and 2023 is as follows:

	June 16, 2024	June 18, 2023
2015 Ten-Year Notes	\$ 742,000	\$ 748,000
2017 Ten-Year Notes	940,000	947,500
2018 7.5-Year Notes	402,688	405,875
2018 9.25-Year Notes	379,000	382,000
2019 Ten-Year Notes	648,000	653,063
2021 7.5-Year Notes	826,625	833,000
2021 Ten-Year Notes	972,500	980,000
Total fixed-rate notes	\$ 4,910,813	\$ 4,949,438
Segment Income - second quarter of 2024 and 2023	\$ 227,400	\$ 223,618
Segment Income - first quarter of 2024 and 2023	241,843	203,615
Segment Income - fourth quarter of 2023 and 2022	294,600	260,328
Segment Income - third quarter of 2023 and 2022	217,287	201,264
Trailing four quarters Segment Income	\$ 981,130	\$ 888,825
Leverage ratio	5.0 x	5.6 x

(1) The Company also calculates and reviews its senior leverage ratio and Holdco leverage ratio as defined in the indenture governing the Company’s securitized debt.

Russia Market

On August 21, 2023, the Company’s master franchisee that owned and operated Domino’s Pizza stores in Russia announced its intent to file for bankruptcy with respect to the stores in that market. Therefore, as of August 21, 2023, the Company has considered the stores in the Russia market to be closed and they are excluded from the Company’s ending store count as of the end of the third quarter of 2023. The Company has disclosed its statistical measure of net store growth for the trailing four quarters including and excluding the impact of the closure of the Russia market. Additionally, the Company has presented its statistical measure of global retail sales growth, excluding foreign currency impact, for the second quarter and two fiscal quarters of 2024 excluding the impact of the retail sales from the Russia market. The Company believes the impact of the Russia market on its statistical measure of global retail sales growth, excluding foreign currency impact, for the second quarter and two fiscal quarters of 2023 was immaterial and prior amounts have not been adjusted to conform to the current year presentation. The Company believes the impact of the Russia market on its statistical measure of same store sales growth for the periods presented was immaterial, and it also believes the impact of the Russia market on its consolidated statements of income related to international franchise royalties and fee revenues and general and administrative expenses for the second quarter and two fiscal quarters of 2023 was immaterial.

Conference Call Information

The Company will file its Quarterly Report on Form 10-Q today. As previously announced, Domino's Pizza, Inc. will hold a conference call today at 8:30 a.m. (Eastern) to review its second quarter 2024 financial results. The webcast is available at ir.dominos.com and will be archived for one year.

About Domino's Pizza®

Founded in 1960, Domino's Pizza is the largest pizza company in the world, with a significant business in both delivery and carryout pizza. It ranks among the world's top public restaurant brands with a global enterprise of more than 20,900 stores in over 90 markets. Domino's had global retail sales of over \$18.7 billion for the trailing four quarters ended June 16, 2024. Its system is comprised of independent franchise owners who accounted for 99% of Domino's stores as of the end of the second quarter of 2024. In the U.S., Domino's generated more than 85% of U.S. retail sales in 2023 via digital channels and has developed several innovative ordering platforms including seven unique ways to order Domino's.

Order – dominos.com

Company Info – biz.dominos.com

Media Assets – media.dominos.com

Please visit our Investor Relations website at ir.dominos.com to view news, announcements, earnings releases, investor presentations and conference webcasts.

SAFE HARBOR STATEMENT UNDER THE PRIVATE SECURITIES LITIGATION REFORM ACT OF 1995:

This press release contains various forward-looking statements about the Company within the meaning of the Private Securities Litigation Reform Act of 1995 (the “Act”) that are based on current management expectations that involve substantial risks and uncertainties which could cause actual results to differ materially from the results expressed in, or implied by, these forward-looking statements. The following cautionary statements are being made pursuant to the provisions of the Act and with the intention of obtaining the benefits of the “safe harbor” provisions of the Act. You can identify forward-looking statements by the use of words such as “anticipates,” “believes,” “could,” “should,” “estimates,” “expects,” “intends,” “may,” “will,” “plans,” “predicts,” “projects,” “seeks,” “approximately,” “potential,” “outlook” and similar terms and phrases that concern our strategy, plans or intentions, including references to assumptions. These forward-looking statements address various matters including information concerning future results of operations and business strategy, our anticipated profitability, estimates in same store sales growth, store growth and the growth of our U.S. and international business in general, our ability to service our indebtedness, our future cash flows, our operating performance, trends in our business and other descriptions of future events reflect the Company’s expectations based upon currently available information and data. While we believe these expectations and projections are based on reasonable assumptions, such forward-looking statements are inherently subject to risks, uncertainties and assumptions. Important factors that could cause actual results to differ materially from our expectations are more fully described in our filings with the Securities and Exchange Commission, including under the section headed “Risk Factors” in our Annual Report on Form 10-K for the fiscal year ended December 31, 2023. Actual results may differ materially from those expressed or implied in the forward-looking statements as a result of various factors, including but not limited to: our substantial increased indebtedness as a result of our recapitalization transactions and our ability to incur additional indebtedness or refinance or renegotiate key terms of that indebtedness in the future; the impact a downgrade in our credit rating may have on our business, financial condition and results of operations; our future financial performance and our ability to pay principal and interest on our indebtedness; the strength of our brand, including our ability to compete in the U.S. and internationally in our intensely competitive industry, including the food service and food delivery markets; our ability to successfully implement our growth strategy, including through our participation in the third-party order aggregation marketplace; labor shortages or changes in operating expenses resulting from increases in prices of food (particularly cheese), fuel and other commodity costs, labor, utilities, insurance, employee benefits and other operating costs or negative economic conditions; the effectiveness of our advertising, operations and promotional initiatives; shortages, interruptions or disruptions in the supply or delivery of fresh food products and store equipment; the impact of social media and other consumer-oriented technologies on our business, brand and reputation; the impact of new or improved technologies and alternative methods of delivery on consumer behavior; new product, digital ordering and concept developments by us, and other food-industry competitors; the additional risks our international operations subject us to; our ability to maintain good relationships with and attract new franchisees, and franchisees’ ability to successfully manage their operations without negatively impacting our royalty payments and fees or our brand’s reputation; our ability to successfully implement cost-saving strategies; our ability and that of our franchisees to successfully operate in the current and future credit environment; changes in the level of consumer spending given general economic conditions, including interest rates, energy prices and consumer confidence or negative economic conditions in general; our ability and that of our franchisees to open new restaurants and keep existing restaurants in operation and maintain demand for new stores; the impact that widespread illness, health epidemics or general health concerns, severe weather conditions and natural disasters may have on our business and the economies of the countries where we operate; changes in foreign currency exchange rates; changes in income tax rates; our ability to retain or replace our executive officers and other key members of management and our ability to adequately staff our stores and supply chain centers with qualified personnel; our ability to find and/or retain suitable real estate for our stores and supply chain centers; changes in government legislation and regulations, including changes in laws and regulations regarding information privacy, payment methods, advertising and consumer protection and social media; adverse legal judgments or settlements; food-borne illness or contamination of products or food tampering or other events that may impact our reputation; data breaches, power loss, technological failures, user error or other cyber risks threatening us or our franchisees; the impact that environmental, social and governance matters may have on our business and reputation; the effect of war, terrorism, catastrophic events, other geopolitical or reputational considerations or climate change; our ability to pay dividends and repurchase shares; changes in consumer tastes, spending and traffic patterns and demographic trends; changes in accounting policies; and adequacy of our insurance coverage. In light of these risks, uncertainties and assumptions, the forward-looking events discussed in this press release might not occur. All forward-looking statements speak only as of the date of this press release and should be evaluated with an understanding of their inherent uncertainty. Except as required under federal securities laws and the rules and regulations of the Securities and Exchange Commission, or other applicable law, we will not undertake, and specifically disclaim, any obligation to publicly update or revise any forward-looking statements to reflect events or circumstances arising after the date of this press release, whether as a result of new information, future events or otherwise. You are cautioned not to place undue reliance on the forward-looking statements included in this press release or that may be made elsewhere from time to time by, or on behalf of, us. All forward-looking statements attributable to us are expressly qualified by these cautionary statements.

TABLES TO FOLLOW

Domino's Pizza, Inc. and Subsidiaries
Condensed Consolidated Statements of Income
(Unaudited)

	Fiscal Quarter Ended			
	June 16, 2024	% of Total Revenues	June 18, 2023	% of Total Revenues
(In thousands, except share and per share data)				
Revenues:				
U.S. Company-owned stores	\$ 92,264		\$ 87,694	
U.S. franchise royalties and fees	147,576		139,268	
Supply chain	659,244		615,711	
International franchise royalties and fees	73,696		70,495	
U.S. franchise advertising	124,956		111,459	
Total revenues	1,097,736	100.0%	1,024,627	100.0%
Cost of sales:				
U.S. Company-owned stores	76,059		71,423	
Supply chain	584,646		548,548	
Total cost of sales	660,705	60.2%	619,971	60.5%
Gross margin	437,031	39.8%	404,656	39.5%
General and administrative	115,947	10.5%	97,794	9.5%
U.S. franchise advertising	124,956	11.4%	111,459	10.9%
Refranchising loss	25	0.0%	—	—
Income from operations	196,103	17.9%	195,403	19.1%
Other income (expense)	11,398	1.0%	(14,964)	(1.5)%
Interest expense, net	(40,502)	(3.7)%	(42,395)	(4.1)%
Income before provision for income taxes	166,999	15.2%	138,044	13.5%
Provision for income taxes	25,021	2.3%	28,664	2.8%
Net income	\$ 141,978	12.9%	\$ 109,380	10.7%
Earnings per share:				
Common stock – diluted	\$ 4.03		\$ 3.08	
Weighted average diluted shares	35,224,080		35,492,423	

Domino's Pizza, Inc. and Subsidiaries
Condensed Consolidated Statements of Income
(Unaudited)

	Two Fiscal Quarters Ended			
	June 16, 2024	% of Total Revenues	June 18, 2023	% of Total Revenues
(In thousands, except share and per share data)				
Revenues:				
U.S. Company-owned stores	\$ 184,913		\$ 172,605	
U.S. franchise royalties and fees	298,094		272,132	
Supply chain	1,318,458		1,239,937	
International franchise royalties and fees	145,662		140,166	
U.S. franchise advertising	235,256		224,185	
Total revenues	2,182,383	100.0%	2,049,025	100.0%
Cost of sales:				
U.S. Company-owned stores	152,517		141,995	
Supply chain	1,170,965		1,116,827	
Total cost of sales	1,323,482	60.6%	1,258,822	61.4%
Gross margin	858,901	39.4%	790,203	38.6%
General and administrative	216,971	10.0%	192,983	9.4%
U.S. franchise advertising	235,256	10.8%	224,185	11.0%
Refranchising loss	158	0.0%	149	0.0%
Income from operations	406,516	18.6%	372,886	18.2%
Other expense	(7,301)	(0.3)%	(14,964)	(0.7)%
Interest expense, net	(82,609)	(3.8)%	(86,551)	(4.2)%
Income before provision for income taxes	316,606	14.5%	271,371	13.3%
Provision for income taxes	48,804	2.2%	57,221	2.8%
Net income	\$ 267,802	12.3%	\$ 214,150	10.5%
Earnings per share:				
Common stock – diluted	\$ 7.61		\$ 6.02	
Weighted average diluted shares	35,199,277		35,601,335	

Domino's Pizza, Inc. and Subsidiaries
Condensed Consolidated Balance Sheets
(Unaudited)

(In thousands)	June 16, 2024	December 31, 2023
Assets		
Current assets:		
Cash and cash equivalents	\$ 283,699	\$ 114,098
Restricted cash and cash equivalents	197,019	200,870
Accounts receivable, net	285,961	282,809
Inventories	69,279	82,964
Prepaid expenses and other	50,291	30,215
Advertising fund assets, restricted	99,849	106,335
Total current assets	986,098	817,291
Property, plant and equipment, net	296,403	304,365
Operating lease right-of-use assets	210,919	207,323
Investment in DPC Dash	136,252	143,553
Other assets	226,334	202,367
Total assets	\$ 1,856,006	\$ 1,674,899
Liabilities and stockholders' deficit		
Current liabilities:		
Current portion of long-term debt	\$ 4,938	\$ 56,366
Accounts payable	110,556	106,267
Operating lease liabilities	39,955	39,330
Advertising fund liabilities	97,845	104,246
Other accrued liabilities	254,534	241,141
Total current liabilities	507,828	547,350
Long-term liabilities:		
Long-term debt, less current portion	4,973,676	4,934,062
Operating lease liabilities	183,429	179,548
Other accrued liabilities	82,198	84,306
Total long-term liabilities	5,239,303	5,197,916
Total stockholders' deficit	(3,891,125)	(4,070,367)
Total liabilities and stockholders' deficit	\$ 1,856,006	\$ 1,674,899

Domino's Pizza, Inc. and Subsidiaries
Condensed Consolidated Statements of Cash Flows
(Unaudited)

	Two Fiscal Quarters Ended	
	June 16, 2024	June 18, 2023
(In thousands)		
Cash flows from operating activities:		
Net income	\$ 267,802	\$ 214,150
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	40,218	36,731
Refranchising loss	158	149
Loss on sale/disposal of assets	327	402
Amortization of debt issuance costs	2,475	2,578
Benefit for deferred income taxes	(6,246)	(7,596)
Non-cash equity-based compensation expense	22,024	17,065
Excess tax benefits from equity-based compensation	(20,238)	(133)
Provision for losses on accounts and notes receivable	111	1,166
Unrealized loss on investments	7,301	14,964
Changes in operating assets and liabilities	(31,660)	(33,794)
Changes in advertising fund assets and liabilities, restricted	(8,122)	(3,391)
Net cash provided by operating activities	<u>274,150</u>	<u>242,291</u>
Cash flows from investing activities:		
Capital expenditures	(43,683)	(37,980)
Other	(1,277)	(1,211)
Net cash used in investing activities	<u>(44,960)</u>	<u>(39,191)</u>
Cash flows from financing activities:		
Repayments of long-term debt and finance lease obligations	(14,764)	(27,186)
Proceeds from exercise of stock options	31,467	1,051
Purchases of common stock	(25,000)	(120,847)
Tax payments for restricted stock upon vesting	(9,260)	(3,068)
Payments of common stock dividends and equivalents	(53,100)	(42,930)
Net cash used in financing activities	<u>(70,657)</u>	<u>(192,980)</u>
Effect of exchange rate changes on cash	(990)	494
Change in cash and cash equivalents, restricted cash and cash equivalents	<u>157,543</u>	<u>10,614</u>
Cash and cash equivalents, beginning of period	114,098	60,356
Restricted cash and cash equivalents, beginning of period	200,870	191,289
Cash and cash equivalents included in advertising fund assets, restricted, beginning of period	88,165	143,559
Cash and cash equivalents, restricted cash and cash equivalents and cash and cash equivalents included in advertising fund assets, restricted, beginning of period	<u>403,133</u>	<u>395,204</u>
Cash and cash equivalents, end of period	283,699	77,020
Restricted cash and cash equivalents, end of period	197,019	189,694
Cash and cash equivalents included in advertising fund assets, restricted, end of period	79,958	139,104
Cash and cash equivalents, restricted cash and cash equivalents and cash and cash equivalents included in advertising fund assets, restricted, end of period	<u>\$ 560,676</u>	<u>\$ 405,818</u>

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