SEC Form 4

FORM 4

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

OMB APPROVAL

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Addres		Person*	2. Issuer Name and Ticker or Trading Symbol DOMINOS PIZZA INC [DPZ]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
DOYLE J PA	IRICK			X	Director	10% Owner				
			—	— x	Officer (give title	Other (specify				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		below)	below)				
DOMINO'S PIZZA			02/12/2014		President and CEO					
30 FRANK LLC	YD WRIGH	Г DRIVE								
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Che Line) 						
ANN ARBOR	MI	48106		X	Form filed by One Re	porting Person				
			—		Form filed by More the Person	an One Reporting				
(City)	(State)	(Zip)								

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	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount (A) or (D)		Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock, \$0.01 par value								3,293.468	I	401(K) Savings Plan
Common Stock, \$0.01 par value	02/12/2014		A		15,680(1)	A	\$ <mark>0</mark>	122,216.876 ⁽²⁾	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)		Transaction Derivative Code (Instr. Securities		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)	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		(Instr. 4)		
Option to purchase common stock	\$70.81	02/12/2014		A		77,630 ⁽³⁾		02/12/2018	02/12/2024	Common Stock, \$0.01 par value	77,630	\$0	77,630	D	

Explanation of Responses:

1. 15,680 shares of common stock represent a grant of performance-based restricted stock that shall vest one-fourth each year on the anniversary date of the issuance date if applicable performance conditions are achieved. Thus one-fourth may vest on each of February 12, 2015, February 12, 2016, February 12, 2017 and February 12, 2018.

2. Includes 362.634 shares acquired under the Employee Stock Payroll Deduction Plan on January 31, 2014.

3. The options to purchase common stock vest one-fourth each year on the anniversary date of the option to purchase grant date. Thus one-fourth shall vest on each of February 12, 2015, February 12, 2016, February 12, 2017 and February 12, 2018.

/s/ Adam J. Gacek, attorney-infact 02/14/2014

** 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.