SEC Form 4

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

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
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	lress of Reporting F	Person*	2. Issuer Name and Ticker or Trading Symbol <u>DOMINOS PIZZA INC</u> [DPZ]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
ITOITILLI				X D	Pirector	Х	10% Owner			
	(First) APITAL INVES		3. Date of Earliest Transaction (Month/Day/Year) 06/01/2009		Officer (give title elow)		Other (specify below)			
	GTON AVENU	E.	4. If Amendment, Date of Original Filed (Month/Day/Year)	ay/Year) 6. Individual or Joint/Group Filing (Check A Line)						
(Street)										
BOSTON	MA	02199			Form filed by More than One Reporting Person					
(City)	(State)	(Zip)								
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										

4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5. Amount of 6. Ownership 7. Nature of 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 3. Transaction Date Execution Date. Securities Form: Direct Indirect (Month/Day/Year) if any (Month/Day/Year) Code (Instr. 8) 5) Beneficially Owned Following (D) or Indirect (I) (Instr. 4) Beneficial Ownership Reported (Instr. 4) (A) or (D) Transaction(s) (Instr. 3 and 4) v Price Code Amount

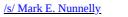
 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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)		tive ties red (A) bosed (Instr. 3,	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	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		Transaction(s) (Instr. 4)		
Options to Purchase Common Stock	\$14.08	06/01/2009		D			10,000	(1)	02/13/2018	Common Stock, \$.01 par value	10,000	(2)	0	D	
Options to Purchase Common Stock	\$10.06	06/01/2009		А		9,000		06/01/2009	02/13/2018	Common Stock, \$.01 par value	9,000	\$0	9,000	D	

Explanation of Responses:

1. These options to purchase common stock were 100% vested at time of cancellation.

2. On June 1, 2009, the issuer canceled, pursuant to the issuer's stock option exchange program, an option granted to the reporting person on February 13, 2008. In exchange for the option, the reporting person received 9,000 options to purchase common stock.



** Signature of Reporting Person

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.

06/03/2009

Date