SEC Form 5

FORM 5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Form 3 Holdings Reported.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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| Form 4 Transactions Reported. | Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 | |
|---|--|--|
| 1. Name and Address of Reporting Person* GOLDMAN JAMES A | 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) X Director 10% Owner |
| (Last) (First) (Middle) DOMINO'S PIZZA | 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2017 | Officer (give title Other (specify below) below) |
| 30 FRANK LLOYD WRIGHT DRIVE | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) |
| (Street) | | X Form filed by One Reporting Person |
| ANN ARBOR MI 48105 | | Form filed by More than One Reporting Person |
| (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 at end of | 6. Ownership Form: Direct (D) or | 7. Nature of Indirect Beneficial Ownership |
|---------------------------------|--|---|---|--|---------------|--------|---|---|---|
| | | (Monthibay) (ear) | 5) | Amount | (A) or (D) | Price | Issuer's Fiscal Year (Instr. 3 and 4) | Indirect (I) (Instr. 4) | (Instr. 4) |
| Common Stock, \$0.01 par value | 11/29/2017 | | G | 66 ⁽¹⁾ | D | \$0.00 | 9,698 | D | |
| Common Stock, \$0.01 par value | 11/30/2017 | | G | 1,050(1) | D | \$0.00 | 8,648 | D | |
| Common Stock, \$0.01 par value | 12/01/2017 | | G | 803(1) | D | \$0.00 | 7,845 | 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) | | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | d 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 | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

1. This transaction involved a gift of common stock of Domino's Pizza, Inc. by Mr. Goldman to charity. The transaction is exempt from Section 16(b) of the Securities Exchange Act of 1934, as amended (the "Act"), pursuant to Rule 16b-5 of the Act.

Remarks:

/s/ Adam J. Gacek, attorney-in-02/13/2018

<u>fact</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.