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

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

> X 10% Owner Other (specify below)

> > 7. Nature of

Beneficial

(Instr. 4)

See

Ownership

Footnotes(1)(2)

11. Nature

of Indirect

Beneficial

Ownership (Instr. 4)

Indirect

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

6. Individual or Joint/Group Filing (Check Applicable Line)

Form filed by One Reporting Person Form filed by More than One Reporting

6. Ownership

Form: Direct

(D) or Indirect (I) (Instr. 4)

Ι

10.

Form: Direct (D) or Indirect (I) (Instr. 4)

Ownership

Director

Beneficially Owned Following

Reported Transaction(s)

(Instr. 3 and 4)

148,000

9. Number of

derivative Securities

Beneficially Owned

Following

Reported Transaction(s) (Instr. 4)

Officer (give title

Section 16(a) of the Securities Exchange Act of 1934 0(h) of the Investment Company Act of 1940

Instruc	tion 1(b).			FII									curities Excr t Company A							
1. Name and Address of Reporting Person*  BAIN CAPITAL INVESTORS LLC						2. Issuer Name and Ticker or Trading Symbol DOMINOS PIZZA INC [ DPZ ]									Relationsh Check all ap	plio				
(Last) (First) (Middle) 111 HUNTINGTON AVENUE						3. Date of Earliest Transaction (Month/Day/Year) 12/02/2010									Offic belo					
(Street) BOSTON MA 02199 (City) (State) (Zip)						4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or J Line)  Form fil  X  Ferson						
(- 9)				- Non-Deri	vativ	ve Se		ıritie	-	Δα	nuir	ed.	Disnoser	d of	or	Renefi	cia	ally Own		
1. Title of Security (Instr. 3) 2. Tr				2. Transactio Date (Month/Day/Y	n	2A. Deem			emed on Date,		3. Transaction Code (Instr. 8)		4. Securities Ac Disposed Of (D)		equired (A) or ) (Instr. 3, 4 and 5)			5. Amount o		
										Co	ode V				A) or D) Price				(Instr. 3 and 4	
Common	Common Stock, Par Value				12/02/2010					S				D \$14.939						
		Ta	able	II - Deriva (e.g., p									sposed o					y Owned	İ	
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		Exe if ar	ution Date,		Transaction Code (Instr.		5. Number of Derivativ Securitie Acquired (A) or Disposed of (D) (Instr. 3, and 5)		ve es d	Expiration (Month/Des				7. Title and Amount of Securities Underlying Derivative Security (Instrand 4)			8. Price of Derivative Security (Instr. 5)		
					Cod	le V		(A)	([	<b>D)</b>	Date Exe	e rcisal	Expiration		Title	Amour or Number of Shares	er			
ı		Reporting Person*	c ı	I.C												•				
	CAPITAL	LINVESTOR	O L	<u>.LC</u>																
(Last) (First) 111 HUNTINGTON AVENUE				(Middle)																
(Street) BOSTON MA				02199																
(City)		(State)		(Zip)																
		Reporting Person*																		
	AFFAIRS N	(First) MANAGER BAI I AVENUE	IN C	(Middle)	LC															
(Street) BOSTON MA			02199																	
(City) (State) (Zip				(Zip)																
		Reporting Person* Coinvestmen	t Fu	ınd, L.P.																
	AFFAIRS N	(First) MANAGER BAI I AVENUE	IN C	(Middle)	LC															

(Street) BOSTON	MA	02199					
(City)	(State)	(Zip)					
Name and Address of Reporting Person*     BCIP ASSOCIATES II							
(Last) 111 HUNTING	(First) FON AVENUE	(Middle)					
(Street) BOSTON	MA	02199					
(City)	(State)	(Zip)					
1. Name and Addre	ss of Reporting Person	1*					
(Last)	(First)	(Middle)					
LEGAL AFFAI		AIN CAPITAL, LLC					
(Street) BOSTON	MA	02199					
(City)	(State)	(Zip)					
	ss of Reporting Person $\Gamma$ $\overline{ASSOCIATE}$						
(Last) LEGAL AFFAI 111 HUNTING		(Middle) AIN CAPITAL, LLC					
(Street) BOSTON	MA	02199					
(City)	(State)	(Zip)					
	ss of Reporting Person Γ ASSOCIATE						
(Last)	(First)	(Middle)					
111 HUNTING		AIN CAPITAL, LLC					
(Street) BOSTON	MA	02199					
(City)	(State)	(Zip)					
1. Name and Addre	ss of Reporting Person	1*					
(Last) LEGAL AFFAI	(First)	(Middle) AIN CAPITAL, LLC					
111 HUNTING							
(Street) BOSTON	MA	02199					
(City)	(State)	(Zip)					
Name and Addre	ss of Reporting Perso	n*					
	TMENTS PTY	<u>LTD</u>					

111 HUNTING	TON AVENUE						
(Street) BOSTON	MA	02199					
(City)	(State)	(Zip)					
1. Name and Address of Reporting Person*  BAIN CAPITAL PARTNERS VI LP							
(Last)	(First)	(Middle)					
LEGAL AFFAIRS MANAGER BAIN CAPITAL, LLC 111 HUNTINGTON AVENUE							
(Street) BOSTON	MA	02199					
(City)	(State)	(Zip)					

## **Explanation of Responses:**

- 1. Bain Capital Investors, LLC ("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"). As a result, BCI may be deemed to share voting and dispositive power with respect to the shares of Common Stock held by Fund VI. BCI 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, BCI may be deemed to share voting and dispositive power with respect to the shares of Common Stock held by PEP. BCI disclaims beneficial ownership of such securities except to the extent of its 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.

<u>/s/ Andrew Balson</u> 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.