

DOMINOS PIZZA INC
Form 4
March 07, 2011

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BRANDON DAVID

(Last) (First) (Middle)

**C/O DOMINO'S PIZZA, INC., 30
FRANK LLOYD WRIGHT DRIVE**

(Street)

ANN ARBOR, MI 48106

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
DOMINOS PIZZA INC [DPZ]

3. Date of Earliest Transaction
(Month/Day/Year)
03/03/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Stock, \$.01 par value					35,000 ⁽¹⁾	I	Owned by David A. Brandon Foundation
Common Stock, \$.01 par value					3,291.2072	I	401(K) Savings Plan
Common Stock, \$.01 par value	03/03/2011		M	180,000 A \$ 11.52	434,224.709	D	
Common Stock, \$.01	03/03/2011		M	200,000 A \$ 8.96	634,224.709	D	

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par value							
Common Stock, \$.01 par value	03/03/2011	M	293,333	A	\$ 8.66	927,557.709	D
Common Stock, \$.01 par value	03/03/2011	M	166,666	A	\$ 5.25	1,094,223.709	D
Common Stock, \$.01 par value	03/03/2011	M	179,999	A	\$ 10.06	1,274,222.709	D
Common Stock, \$.01 par value	03/03/2011	M	37,500	A	\$ 11.23	1,311,722.709	D
Common Stock, \$.01 par value	03/03/2011	M	90,000	A	\$ 12.51	1,401,722.709	D
Common Stock, \$.01 par value	03/03/2011	M	180,000	A	\$ 10.06	1,581,722.709	D
Common Stock, \$.01 par value	03/03/2011	M	270,000	A	\$ 10.06	1,851,722.709	D
Common Stock, \$.01 par value	03/03/2011	S	1,597,498	D	\$ <u>17.0051</u> (2)	254,224.709	D
Common Stock, \$.01 par value	03/07/2011	S	18,078	D	\$ <u>17.0368</u> (3)	236,146.709	D
Non-Voting Common Stock, \$.01 par value	03/07/2011	S	39,262	D	\$ <u>17.0368</u> (3)	0	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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Derivative Security	Code	V	Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount Number Shares
			(A)	(D)				
Option to Purchase Common Stock				166,666	06/25/2003	01/01/2012	Common Stock, \$.01 par value	166,666
Option to Purchase Common Stock				293,333	05/04/2007	01/11/2012	Common Stock, \$.01 par value	293,333
Option to Purchase Common Stock				200,000	07/26/2011	07/26/2016	Common Stock, \$.01 par value	200,000
Option to Purchase Common Stock				179,999	07/13/2009	07/13/2014	Common Stock, \$.01 par value	179,999
Option to Purchase Common Stock				180,000	01/02/2011	01/02/2013	Common Stock, \$.01 par value	180,000
Option to Purchase Common Stock				270,000	01/11/2011	07/18/2017	Common Stock, \$.01 par value	270,000
Option to Purchase Common Stock				37,500	01/11/2011	07/26/2016	Common Stock, \$.01 par value	37,500
Option to Purchase Common Stock				180,000	07/29/2010	07/29/2015	Common Stock, \$.01 par value	180,000
Option to Purchase Common Stock				90,000	07/29/2010	07/29/2015	Common Stock, \$.01 par value	90,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

BRANDON DAVID
C/O DOMINO'S PIZZA, INC. X
30 FRANK LLOYD WRIGHT DRIVE
ANN ARBOR, MI 48106

Signatures

/s/ Adam J. Gacek,
attorney-in-fact 03/07/2011

__Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) Mr. Brandon disclaims beneficial ownership of the Common Stock of Domino's Pizza, Inc. held by the David A. Brandon Foundation as well as all pecuniary interest therein.
 - (2) Sale price of common stock ranged from \$17.00 to 17.21.
 - (3) Sale price of common stock ranged from \$17.00 to \$17.11.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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