

DOMINOS PIZZA INC  
Form 4  
January 04, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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**

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
**01/02/2008**

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

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

(Street)  
  
**ANN ARBOR, MI 48106**

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock, \$.01 par value   | 12/27/2007                           |  | G                              | V 40,000 D  | \$ 0 20,003.914   | D  |   |
| Common Stock, \$.01 par value   | 12/27/2007                           |  | G                              | V 40,000 A  | \$ 0 91,450   | I  | Owned by David A. Brandon Foundation                  |
| Common Stock, \$.01 par value   | 01/02/2008                           |  | A                              | <u>75,000</u> <sup>(2)</sup> A                                    | \$ 0 95,003.914   | D  |   |
|                                 |                                      |  |                                |   | 313   | I  |   |

Common  
Stock, \$.01  
par value

401(K)  
Savings Plan

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

**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 control number.**

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(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 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) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |                               |                         |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|-------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                         | Amount Number of Shares |
| Option to purchase Common Stock            | \$ 12.8  | 01/02/2008                           |  | A                              | 200,000   | 01/02/2011 <sup>(1)</sup>                                | 01/02/2013  | Common Stock, \$.01 par value | 200,000                 |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                         |       |
|---|---------------|-----------|-------------------------|-------|
|   | Director      | 10% Owner | Officer                 | Other |
| BRANDON DAVID<br>C/O DOMINO'S PIZZA, INC.<br>30 FRANK LLOYD WRIGHT DRIVE<br>ANN ARBOR, MI 48106 |               | X         | Chief Executive Officer |       |

## Signatures

/s/ Adam J. Gacek,  
attorney-in-fact  
01/04/2008

\_\_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) The options to purchase common stock vest one-third each year on the anniversary date of the option to purchase grant date. Thus one-third shall vest on each of January 2, 2009, January 2, 2010 and January 2, 2011.

(2)

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Common Stock represents grant of restricted stock that shall vest one-third each year on the anniversary date of the issuance date. Thus one-third shall vest on each of January 2, 2009, January 2, 2010 and January 2, 2011.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.