

DOMINOS PIZZA INC
Form 4
July 27, 2009

FORM 4

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

OMB APPROVAL

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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)

07/23/2009

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)

Chief Executive Officer

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 Beneficial Ownership (Instr. 4)
Non-Voting Common Stock, \$.01 par value				(A)	77,500 ⁽¹⁾	D	
Common Stock, \$.01 par value	07/23/2009		A	(A) or (D)	95,000 ⁽⁴⁾	A	\$ 0
Common Stock, \$.01 par value				(A)	376,523.624 ⁽⁵⁾	D	
Common Stock, \$.01 par value				(A)	50,000 ⁽²⁾	I	Owned by David A. Brandon Foundation

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- (2) 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.
- (3) These options to purchase common stock provide for vesting in three equal annual installments starting on the anniversary of the grant date so that one-third of the options will vest on each of July 23, 2010, July 23, 2011 and July 23, 2012.
95,000 shares of common stock represent a grant of performance-based restricted stock that shall vest one-third each year on the anniversary date of the issuance date if applicable performance conditions are achieved. Thus one-third may vest on each of July 23, 2010, July 23, 2011 and July 23, 2012.
- (5) Includes an additional 950.065 shares of common stock acquired through the Employee Stock Payroll Deduction Plan from June 3, 2009 through July 27, 2009.

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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