

DOMINOS PIZZA INC  
Form 4  
May 06, 2013

# FORM 4

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

OMB APPROVAL

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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 \*  
Lawton Michael T

(Last) (First) (Middle)

DOMINO'S PIZZA, 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)  
05/03/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Chief Financial Officer

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Common Stock, \$0.01 par value  | 05/03/2013                           |  | M                              |   | 18,000  | A  | \$ 10.06                          |
|                                 |                                      |  |                                |   | 89,419.975  | D  |                                   |
| Common Stock, \$0.01 par value  | 05/03/2013                           |  | S                              |   | 18,000  | D  | \$ 55.655                         |
|                                 |                                      |  |                                |   | 71,419.975  | D  | (1)                               |
| Common Stock, \$0.01 par value  | 05/03/2013                           |  | M                              |   | 15,000  | A  | \$ 3.61                           |
|                                 |                                      |  |                                |   | 86,419.975  | D  |                                   |

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Common Stock, \$0.01 par value 05/03/2013 S 15,000 D 55.643 71,419.975 D (2)

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 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 Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Option to purchase common stock            | \$ 10.06   | 05/03/2013                           |  | M                              | 18,000  | 06/01/2009 02/18/2015                                    | Common Stock, \$0.01 par value                                | 18,000                     |
| Option to purchase common stock            | \$ 3.61  | 05/03/2013                           |  | M                              | 15,000  | 02/08/2009 02/18/2015                                    | Common Stock, \$0.01 par value                                | 15,000                     |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                         |       |
|--|---------------|-----------|-------------------------|-------|
|  | Director      | 10% Owner | Officer                 | Other |
| Lawton Michael T<br>DOMINO'S PIZZA<br>30 FRANK LLOYD WRIGHT DRIVE<br>ANN ARBOR, MI 48106 |               |           | Chief Financial Officer |       |

## Signatures

/s/ Adam J. Gacek,  
attorney-in-fact

05/06/2013

\*\*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) This transaction was executed in multiple trades at prices ranging from \$55.30 to \$55.95. The price above reflects the weighted average sale price.
- (2) This transaction was executed in multiple trades at prices ranging from \$55.30 to \$55.93. The price above reflects the weighted average sale price.

### Remarks:

These sale transactions were pursuant to a 10b5-1 trading plan entered into by Mr. Lawton.

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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