SEC Form 4

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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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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	Estimated average burden	
	hours per response:	0.5
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1. Name and Addre	1 0	'erson [*]	2. Issuer Name and Ticker or Trading Symbol <u>DOMINOS PIZZA INC</u> [DPZ]		tionship of Reporting Pe all applicable) Director	rson(s) to Issuer 10% Owner
, //	(=:)		3. Date of Earliest Transaction (Month/Day/Year)	_ x	Officer (give title below)	Other (specify below)
(Last) DOMINO'S PIZ	(First) ZZA	(Middle)	07/19/2017		President, Domin	no's U.S.A.
30 FRANK LL	OYD WRIGH	Γ DRIVE				
(Street) ANN ARBOR	MI	48105	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	vidual or Joint/Group Filir Form filed by One Rep Form filed by More that Person	porting 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. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
		(Monul/Day/real)	Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(i) (iiisu. 4)	(Instr. 4)
Common Stock, \$0.01 par value	07/19/2017		A		1,770 ⁽¹⁾	A	\$0.00	25,134.517	D	
Common Stock, \$0.01 par value	07/20/2017		F		296	D	\$212.44	24,838.517	D	
Common Stock, \$0.01 par value								743.471	I	401(k) Savings Plan

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transa Code (8)		5. Num of Deriva Securi Acquin (A) or Dispos of (D) (Instr. and 5)	tive ties red sed 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option to Purchase Common Stock	\$212.52	07/19/2017		A		7,330		07/19/2021 ⁽²⁾	07/19/2027	Common Stock, \$0.01 par value	7,330	\$0.00	7,330	D	

Explanation of Responses:

1. Represents a grant of performance-based restricted stock that shall vest one-fourth each year on the anniversary date of the issuance date if applicable performance conditions are achieved. Thus, one-fourth may vest on each of July 19, 2018, July 19, 2019, July 19, 2020 and July 19, 2021.

2. The options to purchase common stock vest one-fourth each year on the anniversary date of the grant date. Thus, one-fourth shall vest on each of July 19, 2018, July 19, 2019, July 19, 2020 and July 19, 2021. **Remarks:**

/s/ Adam J. Gacek attorney-in-07/21/2017

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** 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.