

DOMINOS PIZZA INC
Form 3
October 16, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>Â WEINER RUSSELL J</p> <p>(Last) (First) (Middle)</p> <p>DOMINO'S PIZZA,Â 30 FRANK LLOYD WRIGHT DRIVE</p> <p>(Street)</p> <p>ANN ARBOR,Â MIÂ 48105</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>10/14/2014</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>DOMINOS PIZZA INC [DPZ]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) President, Domino's U.S.A.</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, \$0.01 par value	363,125.434 ^{(1) (2) (3)} <u>(4) (5)</u>	D	Â
Common Stock, \$0.01 par value	744.8 ⁽⁶⁾	I	401(k) Savings Plan

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

SEC 1473 (7-02)

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

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Option to Purchase Common Stock	06/01/2012	09/22/2018	Common Stock, \$0.001 par value	45,000	\$ 7.06	D	Â
Option to Purchase Common Stock	09/22/2012	09/22/2018	Common Stock, \$0.01 par value	180,000	\$ 10.06	D	Â
Option to Purchase Common Stock	07/16/2012	07/16/2019	Common Stock, \$0.01 par value	30,000	\$ 7.97	D	Â
Option to Purchase Common Stock	07/20/2013	07/20/2020	Common Stock, \$0.01 par value	8,334	\$ 9.32	D	Â
Option to Purchase Common Stock	07/20/2012	07/20/2020	Common Stock, \$0.01 par value	16,666	\$ 12.32	D	Â
Option to Purchase Common Stock	07/20/2014	07/20/2021	Common Stock, \$0.01 par value	10,000	\$ 22.78	D	Â
Option to Purchase Common Stock	07/20/2012	07/20/2021	Common Stock, \$0.01 par value	5,000	\$ 25.78	D	Â
Option to Purchase Common Stock	07/20/2015 ⁽⁷⁾	07/20/2022	Common Stock, \$0.01 par value	9,690	\$ 32.69	D	Â
Option to Purchase Common Stock	02/27/2017 ⁽⁸⁾	02/27/2023	Common Stock, \$0.01 par value	37,020	\$ 46.83	D	Â
Option to Purchase Common Stock	07/17/2017 ⁽⁹⁾	07/17/2023	Common Stock,	17,110	\$ 63.05	D	Â

			\$0.01 par value				
Option to Purchase Common Stock	07/16/2018 ⁽¹⁰⁾	07/16/2024	Common Stock, \$0.01 par value	15,960	\$ 73.04	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WEINER RUSSELL J DOMINO'S PIZZA 30 FRANK LLOYD WRIGHT DRIVE ANN ARBOR, MI 48105	Â	Â	Â President, Domino's U.S.A.	Â

Signatures

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

10/16/2014

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Includes 3,827 shares of common stock representing one-third of an original grant of performance-based restricted stock that shall vest on July 20, 2015 if applicable performance conditions are achieved.
- (2) Includes 3,870 shares of common stock representing three-fourths of an original grant of performance-based restricted stock that shall vest one-third on each of July 17, 2015, July 17, 2016 and July 17, 2017 if applicable performance conditions are achieved.
- (3) Includes 8,768 shares of common stock representing three-fourths of an original grant of performance-based restricted stock that shall vest one-third on each of February 27, 2015, February 27, 2016 and February 27, 2017 if applicable performance conditions are achieved.
- (4) Includes 4,590 shares of common stock representing a grant of performance-based restricted stock that shall vest one-fourth on each of July 16, 2015, July 16, 2016, July 16, 2017 and July 16, 2018 if applicable performance conditions are achieved.
- (5) Includes 362,634 shares held in Domino's Employee Stock Payroll Deduction Plan.
- (6) Total shares held in the Domino's Pizza 401(k) Savings Plan.
- (7) The options to purchase common stock vest one-third each year on the anniversary date of the grant date. Thus, one-third vested on each of July 20, 2013 and July 20, 2014, and one-third shall vest on July 20, 2015.
- (8) The options to purchase common stock vest one-fourth each year on the anniversary date of the grant date. Thus, one-fourth vested on February 27, 2014, and one-fourth shall vest on each of February 27, 2015, February 27, 2016 and February 27, 2017.
- (9) The options to purchase common stock vest one-fourth each year on the anniversary date of the grant date. Thus, one-fourth vested on July 17, 2014, and one-fourth shall vest on each of July 17, 2015, July 17, 2016 and July 17, 2017.
- (10) 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 16, 2015, July 16, 2016, July 16, 2017 and July 16, 2018.

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.