

DOMINOS PIZZA INC
Form 4
December 09, 2005

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 *
LAVINE JONATHAN S

(Last) (First) (Middle)

C/O SANKATY INVESTORS,
LLC, 111 HUNTINGTON AVENUE

(Street)

BOSTON, MA 02199

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
12/07/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X 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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| Common Stock, \$.01 par value | 12/07/2005 | | S | 123,900 D | \$ 24.8 256,953 | I | See footnote. (1) |
| Common Stock, \$.01 par value | 12/08/2005 | | S | 50,000 D | \$ 24.82 206,953 | I | See footnote. (1) |

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

SEC 1474
(9-02)

displays a currently valid OMB control number.

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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 5) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|------------------------------------------------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| LAVINE JONATHAN S C/O SANKATY INVESTORS, LLC 111 HUNTINGTON AVENUE BOSTON, MA 02199 | | X | | |
| SANKATY HIGH YIELD ASSET PARTNERS LP C/O SANKATY INVESTORS, LLC 111 HUNTINGTON AVENUE BOSTON, MA 02199 | | X | | |
| SANKATY HIGH YIELD ASSET INVESTORS LLC C/O SANKATY INVESTORS, LLC 111 HUNTINGTON AVENUE BOSTON, MA 02199 | | X | | |
| SANKATY INVESTORS LLC 111 HUNTINGTON AVENUE BOSTON, MA 02199 | | X | | |

Signatures

Sankaty Investors, LLC, for itself, on behalf of itself as sole managing member of Sankaty High Yield Asset Investors, LLC

12/09/2005

__Signature of Reporting Person

Date

and on behalf of Sankaty High Yield Asset Investors, LLC in its capacity as sole general partner of Sankaty High Yield Asset Partners, L.P.

12/09/2005

__Signature of Reporting Person

Date

by: /s/ Jonathan S. Lavine

12/09/2005

__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).

Mr. Jonathan S. Lavine, as the sole managing member of Sankaty Investors, LLC ("Sankaty Investors"), Sankaty Investors, as the sole managing member of Sankaty High Yield Asset Investors, LLC ("Sankaty Asset Investors") and Sankaty Asset Investors, as the sole (1) general partner of Sankaty High Yield Asset Partners, L.P. ("Sankaty Partners"), may each be deemed to share voting and dispositive power with respect to the shares held by Sankaty Partners. Mr. Lavine, Sankaty Investors and Sankaty Asset Investors disclaim beneficial ownership of such securities except to the extent of their pecuniary interest therein.

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.