

DOMINOS PIZZA INC  
Form 3  
January 23, 2008

**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)

|   |         |                                      |  |  |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol         |  |
| Â Blue Harbour Group, LP                  |         | (Month/Day/Year)                     | DOMINOS PIZZA INC [DPZ]                                    |  |
| (Last)                                    | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer           | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 646 STEAMBOAT ROAD                        |         |                                      | (Check all applicable)                                     |  |
| (Street)                                  |         |                                      | ___ Director   | <u>X</u> 10% Owner                                   |
| GREENWICH,Â CTÂ 06830                     |         |                                      | ___ Officer  | ___ Other  |
| (City)                                    | (State) | (Zip)                                | (give title below)   | (specify below)                                      |
|   |         |                                      | 6. Individual or Joint/Group Filing(Check Applicable Line) |  |
|   |         |                                      | ___ Form filed by One Reporting Person                     |  |
|   |         |                                      | <u>X</u> Form filed by More than One Reporting Person      |  |

**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                    | 6,226,673 <u>(1)</u> <u>(2)</u>                       | I <u>(1)</u> <u>(2)</u>                                  | See Explanation <u>(1)</u> <u>(2)</u>                 |

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)**

| 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 | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|  | Date Exercisable   | Expiration Date   | Title  | Amount or Number of  |   |

Shares (I)  
(Instr. 5)

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Blue Harbour Group, LP<br>646 STEAMBOAT ROAD<br>GREENWICH, CT 06830                                | Â             | Â X       | Â       | Â     |
| Blue Harbour Strategic Value Partners Master Fund, LP<br>646 STEAMBOAT ROAD<br>GREENWICH, CT 06830 | Â             | Â X       | Â       | Â     |
| Blue Harbour Institutional Partners Master Fund, LP<br>646 STEAMBOAT ROAD<br>GREENWICH, CT 06830   | Â             | Â X       | Â       | Â     |
| Blue Harbour GP, LLC<br>646 STEAMBOAT ROAD<br>GREENWICH, CT 06830                                  | Â             | Â X       | Â       | Â     |
| Blue Harbour Holdings, LLC<br>646 STEAMBOAT ROAD<br>GREENWICH, CT 06830                            | Â             | Â X       | Â       | Â     |
| ROBBINS CLIFTON S<br>646 STEAMBOAT ROAD<br>GREENWICH, CT 06830                                     | Â             | Â X       | Â       | Â     |

## Signatures

/s/ Clifton S. Robbins, Managing Member, Blue Harbour Holdings, LLC

01/23/2008

\_\_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) Comprised of 5,266,348 shares beneficially owned directly by Blue Harbour Strategic Value Partners Master Fund, LP (the "Fund") and 960,325 shares beneficially owned directly by Blue Harbour Institutional Partners Master Fund, L.P. ("BHIP"). This Form 3 is filed by the Fund, BHIP, Blue Harbour Group, LP ("Manager"), Blue Harbour GP, LLC ("Fund GP"), Blue Harbour Holdings, LLC ("Manager GP") and Clifton S. Robbins. Manager provides investment advisory and investment management services to the Fund and BHIP. Fund GP is the general partner of the Fund and BHIP. Manager GP is the general partner of Manager. Mr. Robbins directly and indirectly through trusts or other entities controlled by Mr. Robbins is the controlling shareholder of Manager GP and Fund GP.

(2) (Continued from previous footnote). Pursuant to Rule 16a-1 under the Securities Exchange Act of 1934, as amended (the "Act"), each of the Reporting Persons may be deemed to be the beneficial owner of the securities reported herein to the extent of his or its pecuniary interest therein, but disclaims beneficial ownership in excess of such amount; and pursuant to Rule 16a-1(a)(4) under the Act, this filing shall not be deemed an admission that any of the Reporting Persons is, for purposes of Section 16 of the Act or otherwise, the beneficial owner of any securities reported herein in excess of such amount.

Â  
**Remarks:**

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Exhibit 99.1 - Joint Filer Information incorporated herein by reference.

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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