

DOMINOS PIZZA INC  
Form 8-K  
April 26, 2013

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, DC 20549

**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF**

**THE SECURITIES EXCHANGE ACT OF 1934**

**Date of report (Date of earliest event reported): April 23, 2013**

**Domino s Pizza, Inc.**

**(Exact Name of Registrant as Specified in Charter)**

**Delaware**  
**(State of Other Jurisdiction**  
  
**of Incorporation)**

**001-32242**  
**(Commission**  
  
**File Number)**

**38-2511577**  
**(IRS Employer**  
  
**Identification No.)**

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**30 Frank Lloyd Wright Drive**

**Ann Arbor, Michigan**  
(Address of Principal Executive Offices)

**48105**  
(Zip Code)

**Registrant's telephone number, including area code (734) 930-3030**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.07. Submission of Matters to a Vote of Security Holders.**

The 2013 Annual Meeting of Shareholders of Domino's Pizza, Inc. (the Company) was held on April 23, 2013. The proxy statement pertaining to the Annual Meeting was previously filed by the Company with the Securities and Exchange Commission on March 14, 2013. Of the 56,582,420 shares of common stock outstanding and entitled to vote at the Annual Meeting, a total of 51,534,576 shares, or 91.07%, were present or represented by proxy at the Annual Meeting. The matters presented for a vote and the related results are as follows:

**1. ELECTION OF DIRECTORS**

Proposal one was the election of three nominees to serve as directors of the Company for terms of three years. The result of the vote was as follows:

Nominee	Votes For	Votes Withheld	Broker Non-Votes
J. Patrick Doyle	45,974,584	316,417	5,243,575
James A. Goldman	45,612,969	678,032	5,243,575
Gregory A. Trojan	45,027,453	1,263,548	5,243,575

Pursuant to the foregoing votes, the three nominees listed above were elected to serve on the Company's Board of Directors. There were no additional Director nominations brought before the Meeting.

**2. ADVISORY VOTE ON EXECUTIVE COMPENSATION**

Proposal two was the advisory vote on the approval of the executive compensation of the named executive officers of Domino's Pizza, Inc. The result of the vote was as follows:

Votes For	Votes Against	Abstain	Broker Non-Votes
43,360,947	2,892,494	37,560	5,243,575

Pursuant to the foregoing votes, the executive compensation of the named executive officers of Domino's Pizza, Inc. was approved in this non-binding advisory vote.

**3. SHAREHOLDER PROPOSAL BY PEOPLE FOR THE ETHICAL TREATMENT OF ANIMALS**

Proposal three was a vote to consider a shareholder proposal submitted by People for the Ethical Treatment of Animals regarding dehorning of cows by dairy suppliers. The result of the vote was as follows:

Votes For	Votes Against	Abstain	Broker Non-Votes
386,890	35,281,884	10,622,227	5,243,575

Pursuant to the foregoing votes, the shareholder proposal from People for the Ethical Treatment of Animals was not approved.

**4. RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS**

Proposal four was the ratification of the appointment of PricewaterhouseCoopers LLP as the independent registered public accountant for the current fiscal year. The result of the vote was as follows:

Votes For	Votes Against	Abstain	Broker Non-Votes
51,405,066	84,669	44,841	

Pursuant to the foregoing votes, the ratification of PricewaterhouseCoopers LLP as the independent registered public accountant for the current fiscal year was approved.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

DOMINO S PIZZA, INC.  
(Registrant)

Date: April 26, 2013

/s/ Kenneth B. Rollin  
Kenneth B. Rollin  
Executive Vice President