DOMINOS PIZZA INC Form 8-K April 30, 2012

# 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 25, 2012

Domino s Pizza, Inc.

(Exact Name of Registrant as Specified in Charter)

**Delaware** (State of Other Jurisdiction of

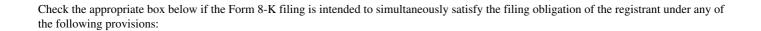
001-32242 (Commission 38-2511577 (IRS Employer

Incorporation) File Number) Identification No.)

## 30 Frank Lloyd Wright Drive

Ann Arbor, Michigan (Address of Principal Executive Offices) Registrant s telephone number, including area code (734) 930-3030 48106

(Zip Code)



- " 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 2012 Annual Meeting of Shareholders of Domino s Pizza, Inc. (the Company) was held on April 25, 2012. A total of 51,340,894 shares were present or represented by proxy at the meeting, representing 88.79% of all shares entitled to be voted 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:

			Broker
Nominee	Votes For	Votes Withheld	Non-Votes
David A. Brandon	43,062,168	1,711,552	6,567,174
Diana F. Cantor	44,268,174	505,546	6,567,174
Richard L. Federico	43.528.825	1.244.895	6.567.174

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:

		Broker

Votes For	Votes Against	Abstain	Non-Votes
44,236,066	528,088	9,566	6,567,174

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 THE HUMANE SOCIETY OF THE UNITED STATES

Proposal three was a vote to consider a shareholder proposal by the Humane Society of the United States relating to certain foods from producers who use gestation crates. The result of the vote was as follows:

Broker

Votes For	Votes Against	Abstain	Non-Votes
1 542 403	35 613 555	7 617 762	6 567 174

Pursuant to the foregoing votes, the shareholder proposal from the Humane Society of the United States 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 51,159,866 173,612 7,416

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 30, 2012 /s/ Kenneth B. Rollin Kenneth B. Rollin

**Executive Vice President**