Edgar Filing: PAPA JOHNS INTERNATIONAL INC - Form 4

PAPA JOHNS INTERNATIONAL INC Form 4 November 02, 2006

FORM	ЛД								PPROVAL		
Washington, D.C. 20549									3235-0287 January 31,		
Check the if no lon	ner.										
subject t Section Form 4 o	16. SIAIEN								2005 average urs per . 0.5		
Form 4 or Form 5 obligations may continue.responseSee Instruction 1(b).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. Iss FLANERY J DAVID Symbol				er Name an o	d Ticker or	r Trading	5. Relationship of Reporting Person(s) to Issuer				
			PAPA JOHNS INTERNATIONAL INC [PZZA]				(Check all applicable)				
(1				of Earliest T Day/Year)	ransaction		Director 10% Owner X Officer (give title Other (specify below) below)				
P.U. DUA	99900		10/31/2	2006			Senior V.P. & CFO				
				endment, D onth/Day/Yea	-	al	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 				
LOUISVIL	LE, KY 40269							More than One R			
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	Disposed (Instr. 3, 4	(A) or of (D) 4 and 5) (A) or	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)		
				Code V	Amount	(D) Price	(

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 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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pric
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriva
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Securi

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed (D) (Instr. 3, and 5)	d of					(Instr.
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom stock	<u>(1)</u>	10/31/2006	А	41.92		(2)	(2)	Common stock	41.92	\$ 30

Reporting Owners

Reporting Owner Name / Address		R		
	Director	10% Owner	Officer	Other
FLANERY J DAVID				
P.O. BOX 99900				
LOUISVILLE, KY 40269				
Signatures				
/s/ Kenneth M. Cox, by power attorney	of	11/02	2/2006	

**Signature of Reporting Person

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).

Date

- (1) Converts to common stock on a one-for-one basis
- (2) The shares of phantom stock become payable in cash in a lump sum or in installments upon termination of service, or earlier in accordance with certain in-service elections available under a deferred compensation plan.

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.