

ONEY WADE S
Form 4
August 12, 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 *
ONEY WADE S

2. Issuer Name and Ticker or Trading Symbol
PAPA JOHNS INTERNATIONAL INC [PZZA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
08/10/2005

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

P.O. BOX 99900
(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

LOUISVILLE, KY 40269

(City) (State) (Zip)

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 Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common stock	08/10/2005		M			14,138	A	\$ 31.75	60,234	D	
Common stock	08/10/2005		M			10,424	A	\$ 32.5	70,658	D	
Common stock	08/10/2005		M			27,100	A	\$ 32.5	97,758	D	
Common stock	08/10/2005		S			51,662	D	\$ 44	46,096	D	
Common stock	08/11/2005		M			21,170	A	\$ 32.5	67,266	D	

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Common stock	08/11/2005	M	18,830	A	\$ 32.56	86,096	D
Common stock	08/11/2005	S	40,000	D	\$ 44.12	46,096	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Option to buy ⁽¹⁾	\$ 31.75	08/10/2005		M	14,138	06/26/1998	12/26/2007	Common stock	14,138
Option to buy ⁽¹⁾	\$ 32.5	08/10/2005		M	10,424	12/31/1996	06/30/2006	Common stock	10,424
Option to buy ⁽¹⁾	\$ 32.5	08/10/2005		M	27,100	03/26/1998	09/26/2007	Common stock	27,100
Option to buy ⁽¹⁾	\$ 32.5	08/11/2005		M	21,170	03/26/1998	09/26/2007	Common stock	21,170
Option to buy ⁽¹⁾	\$ 32.56	08/11/2005		M	18,830	06/29/1997	12/29/2006	Common stock	18,830

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ONEY WADE S P.O. BOX 99900 LOUISVILLE, KY 40269		X		

Signatures

/s/ Kenneth M. Cox, by power of
attorney

08/12/2005

__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).

(1) Option to buy under Papa John's International, Inc. 1993 Stock Ownership Incentive Plan

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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