

PAPA JOHNS INTERNATIONAL INC

Form 8-K

February 22, 2011

**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): February 17, 2011

**PAPA JOHN'S INTERNATIONAL, INC.**

(Exact name of registrant as specified in its charter)

|   |                             |                                      |
|---|-----------------------------|--------------------------------------|
| <b>Delaware</b>                                   | <b>0-21660</b>              | <b>61-1203323</b>                    |
| (State or other jurisdiction<br>of incorporation) | (Commission<br>File Number) | (IRS Employer<br>Identification No.) |

**2002 Papa John's Boulevard**

|  |                   |
|--|-------------------|
| <b>Louisville, Kentucky</b>              | <b>40299-2334</b> |
| (Address of principal executive offices) | (Zip Code)        |

Registrant's telephone number, including area code: **(502) 261-7272**

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 (see General Instruction A.2. below):

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))

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**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

Mark S. Shapiro was appointed to the Papa John's International, Inc. (the "Company") Board of Directors on February 17, 2011. Mr. Shapiro will serve for a term expiring at the Company's 2011 Annual Meeting of stockholders, and will stand for election by the stockholders at the Annual Meeting to be held April 28, 2011. Mr. Shapiro will serve on the Company's Audit and Corporate Governance and Nominating Committees.

**Item 9.01 Financial Statements and Exhibits.**

(d) *Exhibits*

The following document is herewith furnished as an exhibit to this report:

**Exhibit**

**Number    Description of Exhibit**

99.1        Papa John's International, Inc. press release dated February 21, 2011.

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**SIGNATURE**

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.

**PAPA JOHN'S INTERNATIONAL, INC.**

(Registrant)

Date: February 22, 2011 /s/ J. David Flanery

J. David Flanery

Senior Vice President and Chief Financial  
Officer