

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**SCHEDULE 14A**

Proxy Statement Pursuant to Section 14(a) of  
the Securities Exchange Act of 1934 (Amendment No. )

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement  
 **Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**  
 Definitive Proxy Statement  
 Definitive Additional Materials  
 Soliciting Material Pursuant to §240.14a-12

**Papa John's International, Inc.**

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.  
 Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.
- (1) Title of each class of securities to which transaction applies: \_\_\_\_\_
- (2) Aggregate number of securities to which transaction applies: \_\_\_\_\_
- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined): \_\_\_\_\_
- (4) Proposed maximum aggregate value of transaction: \_\_\_\_\_
- (5) Total fee paid: \_\_\_\_\_
- Fee paid previously with preliminary materials.  
 Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
- (1) Amount Previously Paid: \_\_\_\_\_
- (2) Form, Schedule or Registration Statement No.: \_\_\_\_\_
- (3) Filing Party: \_\_\_\_\_
- (4) Date Filed: \_\_\_\_\_



**TO:** Participants in the Papa John's International, Inc. 401(k) Plan (the "Plan") holding Papa John's Common Stock

**FROM:** Papa John's International, Inc., as Plan Sponsor (the "Plan Sponsor")

**DATE:** April 12, 2004

**RE:** Directions for Voting Shares of Papa John's Common Stock Held in the Plan

Enclosed are the 2003 Annual Report and the Notice of 2004 Annual Meeting of Stockholders and Proxy Statement relating to the Annual Meeting of Stockholders of Papa John's International, Inc. to be held on May 13, 2004.

As a vested participant in the Plan with shares of Papa John's common stock allocated to your account, you may instruct the Plan Sponsor how to direct Reliance Trust Company, the Plan trustee (the "Plan Trustee"), to vote your allocated shares. Your directions are requested by the Plan Sponsor regarding a proxy form solicited by the Board of Directors of Papa John's and, when returned, your directions will authorize the Plan Sponsor to direct the Plan Trustee to execute the proxy form. Shares represented (see label) by this Direction Form shall be voted in the manner specified by you and as described below. This Direction Form should be returned in the postage-paid envelope provided.

