

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

**December 3, 2008**

**Papa John's International, Inc.**  
(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**0-21660**  
(Commission  
File Number)

**61-1203323**  
(IRS Employer  
Identification No.)

**2002 Papa John's Boulevard**  
**Louisville, Kentucky**  
(Address of principal executive offices)

**40299-2367**  
(Zip Code)

Registrant's telephone number, including area code

**(502) 261-7272**

**N/A**  
(Former name or former address, if changed since last report)

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:

- ☐ 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.**

On December 3, 2008, the Board of Directors (the “Board”) of Papa John’s International, Inc. (the “Company”) elected John H. Schnatter, 47, to the office of interim Chief Executive Officer of the Company, effective December 4, 2008.

Mr. Schnatter succeeds Nigel Travis, who served as Papa John’s President and Chief Executive Officer and a member of the Board since 2005. Mr. Travis is leaving the company to pursue another opportunity. Mr. Travis resigned as a member of the Board on December 4, 2008. The Company and Mr. Travis are finalizing the terms of his severance arrangements, which will be disclosed in a report on Form 8-K once agreed upon.

On December 3, 2008, the Board also designated a Board search committee comprised of William M. Street, who will serve as chair, Alexander W. Smith, Olivia F. Kirtley, Norborne P. Cole, Jr. and Mr. Schnatter, to undertake a search for a permanent Chief Executive Officer.

Mr. Schnatter created the Papa John's concept and founded the Company in 1985. He served as Chairman of the Board and Chief Executive Officer from 1990 until April 2005, and as President from 1985 to 1990 and from 2001 until April 2005. From April 2005 until May 2007 he served as Executive Chairman of the Company, an executive officer position. In May 2007, Mr. Schnatter assumed non-executive officer status with the Company, continuing to chair the Board as Founder Chairman.

The terms of Mr. Schnatter’s compensation for his service as interim Chief Executive Officer are being considered by the Board’s Compensation Committee, and will be disclosed in a report on Form 8-K once finalized.

**Item 7.01. Regulation FD Disclosure.**

The Company issued a press release on December 4, 2008. A copy of the press release is attached as Exhibit 99.1 hereto.

The information in the press release is being furnished, not filed, pursuant to Item 7.01 of Form 8-K. Accordingly, the information in Item 7.01 of this Current Report, including Exhibit 99.1, will not be incorporated by reference into any registration statement filed by the Company under the Securities Act of 1933, as amended, unless specifically identified therein as being incorporated by reference.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

Exhibit Number	Description of Exhibit
99.1	Press Release issued by Papa John’s International, Inc., dated December 4, 2008.

## 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.

**Papa John's International, Inc.**  
(Registrant)

Date: December 4, 2008

By: /s/ J. David Flanery  
Name: J. David Flanery  
Senior Vice President and  
Chief Financial Officer

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**For more information, contact:**

Christopher J. Sternberg  
Sr. Vice President, Corporate Communications  
502-261-4934

**BOARD OF DIRECTORS OF PAPA JOHN'S NAMES  
FOUNDER AND CHAIRMAN JOHN H. SCHNATTER AS INTERIM CEO**

*Board Initiates Search for Permanent CEO*

LOUISVILLE, KY - December 4, 2008 - Papa John's International, Inc. (NASDAQ: PZZA) today announced that its Board of Directors has named John H. Schnatter, the Company's Founder and Chairman, as Interim Chief Executive Officer, effective immediately. Mr. Schnatter succeeds Nigel Travis, who has served as Papa John's President and Chief Executive Officer and a member of the Board of Directors since 2005.

Mr. Travis is leaving the company to pursue another opportunity. Mr. Travis and the Board have agreed that his employment with Papa John's will continue through Dec. 30, 2008.

The Company's Board of Directors has formed a committee comprised of William M. Street, who will serve as chair, Alexander W. Smith, Olivia F. Kirtley, Norborne P. Cole, Jr. and Mr. Schnatter, to undertake a search for a permanent Chief Executive Officer.

Norborne P. Cole, Jr., Papa John's Lead Director, said, "We appreciate all that Nigel has done for the Company over the last four years. Papa John's has made progress in several key areas during Nigel's tenure, including international expansion and growing our online leadership position in the pizza category. We thank Nigel for his contributions and extend our best wishes to him in his future endeavors.

"We are pleased that John has once again agreed to lead the Company, albeit on an interim basis, until we can identify a permanent replacement. John is a proven business leader with broad management experience, an unparalleled understanding of this business and valuable relationships with franchisees throughout the Papa John's system," concluded Mr. Cole.

Mr. Schnatter said, "I look forward to working closely with our talented team and strong franchise family to build on our strengths and continue moving the Papa John's brand forward throughout the world. We are fortunate to be well-capitalized with a conservative balance sheet. The key to Papa John's success has always been the quality of our pizzas and our high service levels - and we remain committed to providing our customers with a superior-quality customer experience."

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As previously announced on November 19, 2008, the Company is implementing a comprehensive package of domestic franchise system support initiatives in response to the current economic and consumer climate. The Company believes the support program will produce long-term shareholder benefits by mitigating potential unit closures and strengthening its brand. Other important objectives of the support program include growing market share in a consolidating category, stabilizing transaction levels and targeting a substantial multi-year increase in online ordering percentage.

John Schnatter created the Papa John's concept and founded the Company in 1985. He currently serves as the Company's Chairman of the Board. He served as Executive Chairman of the Company from 2005 until May 2007, as Chairman of the Board and Chief Executive Officer from 1990 until 2005 and as President from 1985 to 1990 and from 2001 until 2005.

Headquartered in Louisville, Kentucky, Papa John's International, Inc. (NASDAQ: PZZA) is the world's third largest pizza company. For nine years running, consumers have rated Papa John's No. 1 in customer satisfaction among all national pizza chains in the highly regarded American Customer Satisfaction Index (ACSI). Papa John's also ranks first among pizza companies in the 2008 Brand Keys Customer Loyalty Engagement Index, was honored by Restaurants & Institutions Magazine (R&I) with the 2008 Silver Award for Consumers' Choice in Chains in the pizza segment, and was named 2007 Pizza Today Chain of the Year. For more information about the company or to order pizza online, visit Papa John's at [www.papajohns.com](http://www.papajohns.com).

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