SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q

(Mark One)

[X] Quarterly report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

For the quarterly period ended March 30, 1997

OR

[ ] Transition report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Commission File Number: 0-21660

PAPA JOHN'S INTERNATIONAL, INC.
(Exact name of registrant as specified in its charter)

Delaware	61-1203323
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification number)

11492 Bluegrass Parkway, Suite 175
Louisville, Kentucky 40299-2334
(Address of principal executive offices)

(502) 266-5200
(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days:

Yes X No

At May 5, 1997, there were outstanding 28,869,117 shares of the registrant's common stock, par value $.01 per share.

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Papa John's International, Inc. and Subsidiaries
Condensed Consolidated Balance Sheets

(In thousands)	March 30, 1997 (Unaudited)	December 29, 1996 (Note)
Assets		
Current assets:		
Cash and cash equivalents	$ 16,066	$ 24,063
Accounts receivable	13,475	13,101
Inventories	8,067	6,839
Deferred pre-opening costs	3,287	2,654
Prepaid expenses and other current assets	1,642	1,591
Total current assets	42,537	48,248
Investments	63,197	65,067
Net property and equipment	88,891	80,717
Notes receivable from franchises	10,235	5,053
Other assets	14,068	12,976
Total assets	$218,928	$212,061
Liabilities and stockholder's equity		
Current liabilities:		
Accounts payable	$ 11,236	$ 13,105
Accrued expenses	12,522	9,062
Current maturities of long-term debt	185	175
Deferred income taxes	703	672
Total current liabilities	24,646	23,014
Unearned franchise and development fees	3,537	3,378
Long-term debt, less current liabilities	1,320	1,505
Deferred income taxes	3,061	3,285
Other long-term liabilities	225	236
Stockholders' equity:		
Preferred stock	-	-
Common stock	288	288
Additional paid-in capital	144,377	143,978
Unrealized gain on investments	363	977
Retained earnings	41,593	35,882
Treasury stock	(482)	(482)
Total stockholders' equity	186,139	180,643
Total liabilities and stockholders' equity	$218,928	$212,061

Note: The balance sheet at December 29, 1996 has been derived from the audited financial statements at that date but does not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements.

See accompanying notes.

Papa John's International, Inc. and Subsidiaries
Condensed Consolidated Statements of Income
(Unaudited)

(In thousands, except per share amounts)	Three Months Ended March 30, 1997	Three Months Ended March 31, 1996
Revenues:		
Restaurant sales	$ 52,882	$ 35,253
Franchise royalties	5,330	3,931
Franchise and development fees	1,241	818
Commissary sales	41,290	31,491
Equipment and other sales	8,900	5,233
Total revenues	109,643	76,726
Costs and expenses:		
Restaurant expenses:		
Cost of sales	14,006	9,800
Salaries and benefits	14,264	9,487
Advertising and related costs	4,733	3,293
Occupancy costs	2,667	1,787
Other operating expenses	7,471	4,733
	43,141	29,100
Commissary, equipment and other expenses:		
Cost of sales	38,561	29,360
Salaries and benefits	3,002	2,099
Other operating expenses	4,061	2,413
	45,624	33,872
General and administrative expenses	8,444	5,833
Depreciation	2,770	1,902
Amortization	1,282	995
Total costs and expenses	101,261	71,702
Operating income	8,382	5,024
Other income (expense):		
Investment income	1,102	528
Other, net	(448)	34
Income before income taxes	9,036	5,586
Income tax expense	3,343	2,067
Net income	$ 5,693	$ 3,519
Net income per share	$ 0.20	$ 0.13
Weighted average shares outstanding	28,756	26,785

See accompanying notes.

PAPA JOHN'S INTERNATIONAL, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY
(UNAUDITED)

(In thousands)	COMMON STOCK	ADDITIONAL PAID-IN CAPITAL	UNREALIZED GAIN (LOSS) ON INVESTMENTS	RETAINED EARNINGS	TREASURY STOCK	TOTAL STOCKHOLDERS' EQUITY
Balance at January 1, 1996	$268	$ 88,043	$(263)	$18,838	$(604)	$106,282
Exercise of stock options	1	275	-	-	-	276
Stock compensation and other	-	38	-	(110)	111	39
Tax benefit related to exercise of non-qualified stock options	-	482	-	-	-	482
Change in unrealized gain (loss) on investments	-	-	(40)	-	-	(40)
Net income	-	-	-	3,519	-	3,519
Balance at March 31, 1996	$269	$ 88,838	$(303)	$22,247	$(493)	$110,558
Balance at December 30, 1996	$288	$143,978	$ 977	$35,882	$(482)	$180,643
Exercise of stock options	-	339	-	-	-	339
Tax benefit related to exercise of non-qualified stock options	-	59	-	-	-	59
Change in unrealized gain (loss) on investments	-	-	(614)	-	-	(614)
Net income	-	-	-	5,693	-	5,693
Other	-	1	-	18	-	19
Balance at March 30, 1997	$288	$144,377	$ 363	$41,593	$(482)	$186,139

See accompanying notes.

Papa John's International, Inc. and Subsidiaries
Condensed Consolidated Statements of Cash Flows
(Unaudited)

(In thousands)	Three Months Ended March 30, 1997	March 31, 1996
Operating activities		
Net cash provided by operating activities	$ 8,599	$ 5,409
Investing activities		
Purchase of property and equipment	(11,015)	(5,157)
Purchase of investments	(8,484)	(8,937)
Proceeds from sale or maturity of investments	8,150	131
Loans to franchisees	(5,228)	-
Deferred systems development costs	(550)	-
Other	318	(459)
Net cash used in investing activities	(16,809)	(14,422)
Financing activities		
Exercise of stock options	339	276
Payments on long-term debt	(175)	(501)
Tax benefit related to exercise of non-qualified stock options	59	482
Other	(10)	(5)
Net cash provided by financing activities	213	252
Net decreases in cash and cash equivalents	(7,997)	(8,761)
Cash and cash equivalents at beginning of period	24,063	19,904
Cash and cash equivalents at end of period	$ 16,066	$ 11,143

See accompanying notes.

Papa John's International, Inc. and Subsidiaries

Notes to Condensed Consolidated Financial Statements
(Unaudited)

March 30, 1997

Note 1 -- Basis of Presentation

The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with generally accepted accounting principles for interim financial information and with the instructions to Form 10-Q and Article 10 of Regulation S - X. Accordingly, they do not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements. In the opinion of management, all adjustments, consisting of normal recurring accruals, considered necessary for a fair presentation have been included. Operating results for the three months ended March 30, 1997, are not necessarily indicative of the results that may be expected for the year ended December 28, 1997. For further information, refer to the consolidated financial statements and footnotes thereto included in the Papa John's International, Inc. Annual Report on Form 10-K for the year ended December 29, 1996.

Note 2 -- Subsequent Events

Subsequent to quarter end, the Company acquired four Papa John's restaurants in Arlington, Texas for approximately $500,000 in cash and 16 Papa John's restaurants in North Carolina for $5 million (consisting of $4,960,000 in cash and a credit of $40,000 towards future development fees), in transactions accounted for by the purchase method of accounting. A majority ownership interest in the franchisee of the North Carolina restaurants was held by certain directors and officers, including the Chief Executive Officer, of the Company.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations.

Restaurant Progression

	Three Months Ended March 30, 1997	Three Months Ended March 31, 1996
Company - owned:		
Beginning of period	303	217
Opened	22	13
Closed	-	(1)
Acquired	-	1
End of Period	325	230
Franchised:		
Beginning of period	857	661
Opened	68	43
Closed	-	(1)
Sold to Company	-	(1)
End of Period	925	702
Total at end of period	1,250	932

Results of Operations

Revenues. Total revenues increased 42.9% to $109.6 million for the three months ended March 30, 1997, from $76.7 million for the comparable period in 1996.

Restaurant sales increased 50.0% to $52.9 million for the three months ended in March 30, 1997, from $35.3 million for the comparable period in 1996. This increase was primarily due to an increase of 41% in the number of equivalent Company-owned restaurants open during the three months ended March 30, 1997, compared to the same period in the prior year. "Equivalent restaurants" represent the number of restaurants open at the beginning of a given period, adjusted for restaurants opened or acquired during the period on a weighted average basis. Also, sales increased 11.9% for the three months ended March 30, 1997, over the comparable period in 1996, for Company-owned restaurants open throughout both periods.

Franchise royalties increased 35.6% to $5.3 million for the three months ended March 30, 1997 from $3.9 million for the comparable period in 1996. This increase was primarily due to an increase of 31% in the number of equivalent franchised restaurants open during the three months ended March 30, 1997, compared to the same period in the prior year. Also, sales increased 7.3% for the three months ended March 30, 1997, over the comparable period in the 1996, for franchised restaurants open throughout both periods.

Franchise and development fees increased 51.6% to $1.2 million for the three months ended March 30, 1997, from $818,000 for the comparable period in 1996. This increase was primarily due to the 68 franchised restaurants opened during the three months ended March 30, 1997, versus the 43 opened during the comparable period in 1996, an increase of 58.1%. The average dollar amount of fees per franchised restaurant opening may vary from period to period, as restaurants opened pursuant to older development agreements and "Hometown restaurants" generally have lower required fees than restaurants opened pursuant to more recent development agreements. "Hometown restaurants" are located in smaller markets, generally markets with less than 9,000 households. Commissary sales increased 31.1% to $41.3 million for the three months ended March 30, 1997, from $31.5 million for the comparable period in 1996. This increase was primarily the result of the increases in equivalent franchised restaurants and comparable sales for franchised restaurants noted above.

Equipment and other sales increased 70.1% to $8.9 million for the three months ended March 30, 1997, from $5.2 million for the comparable period in 1996. This increase was primarily due to the increase in equivalent franchised restaurants open during the three months ended March 30, 1997, as compared to the same period in 1996, and the increase in franchised restaurants opened during the three months ended March 30, 1997, as compared to the same period in 1996.

Costs and Expenses. Restaurant cost of sales, which consists of food, beverage and paper costs, decreased as a percentage of restaurant sales to 26.5% for the three months ended March 30, 1997, from 27.8% for the same period in 1996. This decrease was primarily due to a 7.1% decrease in average cheese block market prices, and more efficient food usage at the restaurant level due to improved management information provided by point of sale technology and a maturing restaurant base.

Restaurant salaries and benefits (27.0% vs. 26.9%), advertising and related costs (9.0% vs. 9.3%) and occupancy costs (5.0% vs. 5.1%) were all relatively consistent as a percentage of restaurant sales for the three months ended March 30, 1997, as compared to the same period in 1996.

Other restaurant operating expenses increased as a percentage of restaurant sales to 14.1% for the three months ended March 30, 1997, from 13.4% for the comparable period in 1996. Other operating expenses include all other restaurant-level operating costs, the material components of which are automobile mileage reimbursement for delivery drivers, telephone costs, training costs and workers compensation insurance. Other operating expenses also include an allocation of commissary operating expenses equal to 3% of Company-owned restaurant sales in order to assess a portion of the costs of dough production and food and equipment purchasing and storage to Company-owned restaurants. The increase in other operating expenses as a percentage of restaurant sales was primarily due to higher training costs, as a greater effort was made in 1997 than in the prior year to prepare for the anticipated higher sales volumes resulting from the 12th Anniversary promotional campaign conducted early in the second quarter.

Commissary, equipment and other expenses include cost of sales and operating expenses associated with sales of food, paper, equipment, information systems, and printing and promotional items to franchisees and other customers. These costs decreased as a percentage of combined commissary sales and equipment and other sales to 90.9% for the three months ended March 30, 1997, as compared to 92.2% for the same period in 1996. Cost of sales as a percentage of combined commissary sales and equipment and other sales decreased to 76.8 % for the three months ended March 30, 1997, from 79.9% from the comparable period in 1996, due to the timing of certain favorable commodity price changes. The decrease was offset by an increase in other operating expenses to 8.1%, for the three months ended March 30, 1997, from 6.6% for the comparable period in 1996, due primarily to increased delivery costs resulting from larger commissary service areas and costs related to the opening of two commissary facilities in 1997.

General and administrative expenses (7.7% vs. 7.6%) and depreciation and amortization (3.7% vs. 3.8%) were relatively consistent as a percentage of total revenues for the three months ended March 30, 1997, as compared to the same period in 1996.

Investment Income. Investment income increased to $1.1 million for the three months ended March 30, 1997, from $528,000 for the comparable period in 1996. This increase was primarily the result of higher average investment balances during the first quarter of 1997 compared to the same period in 1996 due to the investment of proceeds from the Company's public offering of common stock in May 1996.

Income Tax Expense. Income tax expense reflects a combined federal, state and local effective tax rate of 37% for the three months ended March 30, 1997 and March 31, 1996, representing statutory rates reduced by the impact of tax-exempt income generated by the investment portfolio.

Liquidity and Capital Resources

The Company requires capital primarily for the development and acquisition of restaurants, the addition of new commissary and support services facilities and equipment and the enhancement of corporate systems and facilities. Capital expenditures of $11 million for the three months ended March 30, 1997, were primarily funded by cash flow from operations supplemented by existing cash balances.

Cash flow from operations increased to $8.6 million for the three months ended March 30, 1997, from $5.4 million for the comparable period in 1996, due primarily to the higher level of net income for the first quarter of 1997.

In addition to restaurant development and potential acquisitions, significant capital projects for the next twelve months are expected to include the construction of new commissary facilities in Des Moines, Iowa and the Pacific Northwest area. The Company also expects to begin construction during mid-1997 of a 250,000 square foot facility in Louisville, Kentucky, scheduled for completion in mid-1998, approximately one-half of which will accommodate relocation and expansion of the Louisville commissary operations and Novel Approach promotional division and the remainder of which will accommodate relocation and consolidation of corporate offices. In addition, the Company expects to provide approximately $8 to $12 million in loans under the franchisee loan program. The amounts actually funded may vary as the Company continues to gain experience with the loan program.

Capital resources available at March 30, 1997, include $16.1 million of cash and cash equivalents, $63.2 million of investment and a $10 million line of credit expiring in June 1997. The Company expects to fund planned capital expenditures for the next twelve months from these resources and operating cash flows.

PART II. OTHER INFORMATION

Item 1. Legal Proceedings

The Company is subject to claims and legal actions in the ordinary course of its business. The Company believes that all such claims and actions currently pending against it are either adequately covered by insurance or would not have a material adverse effect on the Company if decided in a manner unfavorable to the Company.

Item 6. Exhibits and Reports on Form 8-K.

a. Exhibits

Exhibit Number	Description
27	Financial Data Schedule which is submitted electronically to the Securities and Exchange Commission for information only and not deemed to be filed with the Commission.
99.1	Cautionary Statements. Exhibit 99.1 to the Company's Annual Report on Form 10-K for the fiscal year ended December 29, 1996 (Commission File No. 0-21660) is incorporated herein by reference.

b. Current Reports on Form 8-K.

There were no reports filed on Form 8-K during the quarterly period ended March 30, 1997.

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 thereunto duly authorized.

PAPA JOHN'S INTERNATIONAL, INC.
(Registrant)

Date: May 9, 1997

/s/ E. Drucilla Milby

E. Drucilla Milby, Chief Financial Officer and Treasurer

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1,000

3-MOS	3-MOS
DEC-28-1997	DEC-29-1997
DEC-30-1996	JAN-01-1996
MAR-30-1997	MAR-31-1996
16,066	11,143
63,197	33,322
13,475	10,409
0	0
8,067	4,957
42,537	29,497
112,165	73,380
23,274	13,658
218,928	132,949
24,646	16,676
1,320	1,505
0	0
0	179
288	0
185,851	110,379
218,928	132,949
103,072	71,977
109,643	76,726
52,567	39,160
88,765	62,972
12,496	8,730
0	0
0	0
9,036	5,586
3,343	2,067
5,693	3,519
0	0
0	0
0	0
5,693	3,519
0.20	0.13
0.20	0.13