SEC Form 4

Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

| UNITED STATES SECURIT | TIES AND EXCHAN | GE COMMISSION |
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| | | |

Washington, D.C. 20549

OMB APPROVAL

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| STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP |
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|--|

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person [*] Coleman Christopher L. | | | 2. Issuer Name and Ticker or Trading Symbol PAPA JOHNS INTERNATIONAL INC PZZA] | | tionship of Reporting Per all applicable) Director Officer (give title | on(s) to Issuer 10% Owner Other (specify | | |
|--|---------|----------|---|-------------------|--|--|--|--|
| (Last) P. O. BOX 9990 | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 05/31/2024 | 1 | below) | below) | | |
| (Street) LOUISVILLE | КҮ | 40269 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) | vidual or Joint/Group Filing Form filed by One Rep Form filed by More that Person | orting Person | | |
| (City) | (State) | (Zip) | Rule 10b5-1(c) Transaction Indication | | | n that is intended to | | |
| Table L- 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. | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--|---|-------------------------|---|---|---------------|---------|------------------------------------|---|---|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (1150. 4) |
| Common Stock | 05/31/2024 | | A ⁽¹⁾ | | 141 | A | \$46.46 | 32,819 | D | |

 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. Transa Code (8) | | of Deriv | r osed) r. 3, 4 | Expiration Date (Month/Day/Year) | | e Amount of | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|---|------------------------------|---|-------------|---------------------------|-------------------------------------|--------------------|-------------|--|---|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

1. Acquisition of dividend equivalent rights on restricted stock units awarded May 9, 2019, May 8, 2020, May 10, 2021, May 9, 2022, May 8, 2023, and May 13, 2024.

| Debra Tate Johnson, by Power | 06/04/2024 |
|------------------------------|------------|
| <u>of Attorney</u> | 00/04/2024 |
| | |

** Signature of Reporting Person Date

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

 * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.