

EMMETT RICHARD J  
Form 4  
November 24, 2004

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
EMMETT RICHARD J

2. Issuer Name and Ticker or Trading Symbol  
PAPA JOHNS INTERNATIONAL INC [PZZA]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Senior Vice President

(Last) (First) (Middle)  
P.O. BOX 99900  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
11/23/2004

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

LOUISVILLE, KY 40269  
(City) (State) (Zip)

**Table I - 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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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
Common stock	11/23/2004		M		3,663	A	\$ 17.78
Common stock	11/23/2004		M		3,122	A	\$ 17.22
Common stock	11/23/2004		M		3,671	A	\$ 23.63
Common stock	11/23/2004		S		10,456	D	\$ 34.93
Common stock	11/24/2004		M		1,329	A	\$ 23.63

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Common stock      11/24/2004      S      1,329      D      \$ 34.93      5,850      D

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

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(9-02)

**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Option to buy <sup>(1)</sup>	\$ 17.78	11/23/2004		M	3,663	<sup>(2)</sup> 12/28/2005	Common stock	3,663
Option to buy <sup>(1)</sup>	\$ 17.22	11/23/2004		M	3,122	<sup>(3)</sup> 01/04/2006	Common stock	3,122
Option to buy <sup>(4)</sup>	\$ 23.63	11/23/2004		M	3,671	<sup>(5)</sup> 12/23/2009	Common stock	3,671
Option to buy <sup>(4)</sup>	\$ 23.63	11/24/2004		M	1,329	<sup>(5)</sup> 12/23/2009	Common stock	1,329

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
EMMETT RICHARD J P.O. BOX 99900 LOUISVILLE, KY 40269			Senior Vice President	

## Signatures

/s/ Kenneth M. Cox, by power of attorney      11/24/2004

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

- (1) Option to buy under Papa John's International, Inc. 1993 Stock Ownership Incentive Plan
- (2) The option became fully exercisable on December 28, 1997.
- (3) The option became fully exercisable on January 4, 1998.
- (4) Option to buy under Papa John's International, Inc. 1999 Team Member Stock Ownership Plan
- (5) The option became fully exercisable on December 23, 2003.

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

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