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FRANKLIN Form 4/A April 11, 20	N COVEY CO)14									
	ЛЛ							OMB AF	PROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB Number:	3235-0287		
Check this box if no longer STATEMENT OF CHANGES				ES IN BENEFICIAL OWNERSHIP OF			ERSHIP OF	Expires:	January 31, 2005	
subject to Section 16. Form 4 or						Estimated average burden hours per response 0				
Form 5 obligati may con <i>See</i> Inst 1(b).	ons ntinue. Section 170			lding Co	mpan	y Act of	1935 or Section			
(Print or Type	Responses)									
STEPP ESTHER KAY Symbol			ssuer Name an bol ANKLIN CC				5. Relationship of Reporting Person(s) to Issuer			
(Mon			Date of Earliest Transaction onth/Day/Year) 08/2014				(Check all applicable) <u>X</u> Director <u>10%</u> Owner Officer (give title <u>000000000000000000000000000000000000</u>			
Filed(Mo 04/10/2			Amendment, D (Month/Day/Yea 0/2014	•			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
SALT LAI	KE CITY, UT 841	.19					Person		porting	
(City)	(State)	(Zip)	Table I - Non-	Derivative	Secu	rities Acqu	iired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, any (Month/Day/Yea	Code	nor Dispos (Instr. 3, 4	ed of (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)	
common shares	04/08/2014		S	10,000	D	\$ 19.5368 (1)	54,752	D		

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

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 control number.

 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)	4. Transac Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Own Follo Repo Trans (Instr
			Code V	4, and 5) V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
STEPP ESTHER KAY 2200 WEST PARKWAY BLVD SALT LAKE CITY, UT 84119	Х						
Signatures							
/s/ Stephen D. Young, Attorney-in-Fact		04/11/2014	Ļ				
**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).

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$19.51 to \$19.805, inclusive. The reporting person undertakes to provide Franklin Covey Co., any security holder of Franklin Covey Co., or the

(1) staff of the Securities and Exchange Commission, on request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote to this Form 4. The Form 4 filed on April 10, 2014 included a footnote which contained an error solely with respect to the range of prices at which the shares were sold. This amended Form 4 corrects that clerical error.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.