

FRANKLIN COVEY CO  
Form 4  
October 09, 2013

**FORM 4**

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

OMB APPROVAL

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**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 \*  
WHITMAN ROBERT A

(Last) (First) (Middle)  
2200 WEST PARKWAY BLVD  
(Street)

SALT LAKE CITY, UT 84119

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
FRANKLIN COVEY CO [FC]

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/28/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

Chief Executive Officer

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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.**

SEC 1474  
(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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	(Instr. 3 and 4)	
				Code	V			(A)	(D)
employee stock option (right to buy)	\$ 9	01/28/2010	A		62,500	01/28/2010	01/28/2020	common stock	62,500
employee stock option (right to buy)	\$ 10	01/28/2010	A		62,500	01/28/2010	01/28/2020	common stock	62,500
employee stock option (right to buy)	\$ 12	01/28/2010	A		62,500	01/28/2010	01/28/2020	common stock	62,500
employee stock option (right to buy)	\$ 14	01/28/2010	A		62,500	01/28/2010	01/28/2020	common stock	62,500
employee stock option (right to buy)	\$ 9	01/14/2011	A		62,500	01/14/2011	01/14/2021	common stock	62,500
employee stock option (right to buy)	\$ 10	01/14/2011	A		62,500	01/14/2011	01/14/2021	common stock	62,500
employee stock option (right to buy)	\$ 12	01/14/2011	A		62,500	01/14/2011	01/14/2021	common stock	62,500
employee stock option (right to	\$ 14	01/14/2011	A		62,500	01/14/2011	01/14/2021	common stock	62,500

