## Edgar Filing: Schmit William - Form 4

Check this box       if no longer         subject to       Section 16.    Section 16.									3235-0287 January 31, 2005 verage		
(Print or Type	Responses)										
1. Name and A Schmit Wil	2. Issuer Name and Ticker or Trading Symbol FLEETCOR TECHNOLOGIES INC [FLT]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) (Middle) 5445 TRIANGLE PARKWAY, SUITE 400			3. Date of Earliest Transaction (Month/Day/Year) 02/08/2013					Director 10% Owner X Officer (give title Other (specify below) below) Pres, Major Oil Card Programs			
NORCROS	4. If Amendment, Date Original Filed(Month/Day/Year)					<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>					
		( <b>7</b> :n)						Person			
(City)		(Zip)					-	uired, Disposed of,	, or Beneficiall	-	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Executio any		Code (Instr. 8)	4. Securit on(A) or Dis (Instr. 3, 4	sposed 4 and 5 (A) or	of (D) 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)	
Common	02/08/2013			Code V M	Amount 55,358	(D) A	Price \$ 14	75,000	D		
Stock (1)	02/00/2015			111	55,550	11		, 5,000	2		
Common Stock $(1)$	02/08/2013			S	55,358	D	\$ 66.66	19,642	D		

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

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 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. Transacti Code (Instr. 8)	tiorDerivative Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Options (1)	\$ 14	02/08/2013		М		55,358	02/25/2012	02/25/2018	Common Stock	55,358

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Schmit William 5445 TRIANGLE PARKWAY SUITE 400 NORCROSS, GA 30092			Pres, Major Oil Card Programs				
Signatures							
/s/ Sean Bowen, under power of attorney		02/12/20	)13				
**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) Pursuant to 10b5-1 plan.

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.