PARK CITY GROUP INC

Form 4

August 15, 2013

FORM 4

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

OMB Number:

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January 31, 2005

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OMB APPROVAL

response...

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

Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

Section 16.

Form 4 or

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * GILLIS JAMES R			2. Issuer Name and Ticker or Trading Symbol PARK CITY GROUP INC [PCYG]						5. Relationship of Reporting Person(s) to Issuer			
(Last)	3. Date of Earliest Transaction (Month/Day/Year) 07/25/2013						(Check all applicable) Director 10% Owner Officer (give title below)					
NAPLES, F.	4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting						
(City)	(State)	(Zip)	Table	e I - Noi	n-De	erivative S	Securi	ties Acq	Person uired, Disposed o	of, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	any		on Date, if Tran Code Day/Year) (Inst		Fransaction(A) or Di Code (D) Instr. 8) (Instr. 3,		4 and 5) (A) or		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 Stock	07/25/2013			Code $J_{\underline{1}}$	V	Amount 330	(D)	Price \$ 7.58	138,206	D		
Common Stock	07/31/2013			X		9,900	A	\$ 3.6	148,106	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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)

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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)	5. Number out 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Warrants	\$ 3.6	07/31/2013		X	9,900	03/14/2013	03/14/2018	Common Stock	9,900

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

GILLIS JAMES R 1980 TARPON ROAD NAPLES, FL 34102

Signatures

/s/ James Gillis 07/25/2013

**Signature of 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) Shares issued in lieu of cash compensation for fees for services on the Company's Board of Directors.

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.

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