

PARK CITY GROUP INC  
Form 4  
January 22, 2013

**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 \*  
ALLEN ROBERT W

(Last) (First) (Middle)  
299 S MAIN STREET, STE 2370  
(Street)

SALT LAKE CITY, UT 84111

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
PARK CITY GROUP INC [PCYG]

3. Date of Earliest Transaction  
(Month/Day/Year)  
10/08/2012

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)

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ 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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	10/09/2012	09/30/2012	J <sup>(1)</sup>		758	A	\$ 3.3	239,399	D	
Common Stock	11/21/2012		J <sup>(2)</sup>		15,000	A	\$ 3	254,399	D	
Common Stock	01/21/2013	12/31/2012	J <sup>(1)</sup>		833	A	\$ 3	255,232	D	
Common Stock								46,243	I	Trust (By Spouse)

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**

SEC 1474 (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)

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
						Date Exercisable	Expiration Date		
Series A Convertible Preferred Stock	\$ 10	10/08/2012		J <sup>(3)</sup>	215	07/03/2012	<u>(4)</u>	Common Stock	717
Series A Convertible Preferred Stock	\$ 10	10/08/2012		J <sup>(3)</sup>	215	07/03/2012	<u>(4)</u>	Common Stock	717
Series A Convertible Preferred Stock	\$ 10	01/10/2013		J <sup>(3)</sup>	436	01/10/2013	<u>(4)</u>	Common Stock	1,453
Series A Convertible Preferred Stock	\$ 10	01/10/2013		J <sup>(3)</sup>	436	01/10/2013	<u>(4)</u>	Common Stock	1,453
Series B Convertible Preferred Stock	\$ 10					06/30/2011	<u>(5)</u>	Common Stock	130,753

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

ALLEN ROBERT W  
299 S MAIN STREET, STE 2370  
SALT LAKE CITY, UT 84111

## Signatures

/s/ Robert W.  
Allen

01/22/2013

    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) Shares issued in lieu of cash compensation for fees for services on the Company's Board of Directors.
- (2) Shares were issued as bonus compensation. Issuance represents one-fifth of shares issued. This is the fourth of five annual issuances.
- (3) Shares were issued in lieu of cash dividends payable on Series A Convertible Preferred Stock.
- (4) Series A Convertible Preferred Stock remains convertible so long as the shares remain issued and outstanding.
- (5) Series B Convertible Preferred Stock remains convertible so long as the shares remain issued and outstanding.

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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