

PARK CITY GROUP INC
 Form 5
 September 01, 2015

FORM 5

**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).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
 Noll Austin F. Jr.
 (Last) (First) (Middle)

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

32 HEATHER LANE
 (Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 06/30/2015

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

RANDOLPH, NJ 07869
 (City) (State) (Zip)

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

6. Individual or Joint/Group Reporting
 (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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	09/30/2014	Â	A4	254 A	\$ 9.86 (1)	82,614 D	Â
Common Stock	12/31/2014	Â	A4	277 A	\$ 9.02 (1)	82,164 D	Â
Common Stock	01/27/2015	Â	A4	1,500 A	\$ 9.44 (2)	82,164 D	Â
Common Stock	03/31/2015	Â	A4	181 A	\$ 13.78 (1)	82,164 D	Â

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Common Stock 06/30/2015 Â A4 202 A \$
 12.39 82,164 D Â
 (1)

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

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(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 (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
Warrant	\$ 10	Â	Â	Â	Â Â	01/26/2015 01/26/2020	Common Stock	1,846

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Noll Austin F. Jr. 32 HEATHER LANE RANDOLPH, NJ 07869	Â	Â	Â	Â

Signatures

/s/ Austin F. Noll, Jr. 09/01/2015

__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 amounts payable to the Reporting Person for his service on the Issuer's Board of Directors.
- (2) Shares issued to the Reporting Person as consideration for consulting services rendered to the Issuer.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

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