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FRANKLIN COVEY CO Form 5 Septe FC

September 25, 2	014							
FORM 5	5				OMB AF	PPROVA	۹L	
	-	ED STATES	S SECURITIES AND EXCHANGE	COMMISSION	OMB Number:	3235	-0362	
Check this box no longer subje			Washington, D.C. 20549	Expires: Ja		nuary 31, 2005		
to Section 16. Form 4 or Form 5 obligations may continue. See Instruction			ATEMENT OF CHANGES IN BEN OWNERSHIP OF SECURITIES					
· /	Form 4 30(h) of the Investment Company Act of 1940 Transactions							
1. Name and Address of Reporting Person <u>*</u> STEPP ESTHER KAY			2. Issuer Name and Ticker or Trading Symbol FRANKLIN COVEY CO [FC]	Issuer	Reporting Person(s) to			
(Last)	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 08/31/2014	(Check X_ Director Officer (give to below)		e) Owner er (specify		
2200 WEST PA	AKKWAY	BLVD		001011)	0010W)			
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joi	nt/Group Rep	orting		

SALT LAKE CITY, UTÂ 84119

X Form Filed by One Reporting Person Form Filed by More than One Reporting Person

(check applicable line)

(City)	(State) ((Zip) 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)	C	A) or f (D)	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 shares	04/09/2014	Â	G	5,000 D) \$0	49,753	D	Â			

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 2270 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration Date	Amount of	Derivative	of

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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,	e	(Month/Day/Year)		rlying ities . 3 and 4)	Security (Instr. 5)	D Se D E Is Fi (It
Beno	rting Owners			4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

neporting v

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
STEPP ESTHER KAY 2200 WEST PARKWAY BLVD SALT LAKE CITY, UT 84119	ÂX	Â	Â	Â		
Signatures						
/s/ Stephen D. Young, Attorney-in-Fact	0	9/25/2014				
**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).

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.