

Edgar Filing: PARK CITY GROUP INC - Form 4

PARK CITY GROUP INC
Form 4
April 02, 2003

FORM 4

[] Check this box if no longer
subject to Section 16. Form 4
or Form 5 obligations may
continue. See Instruction 1(b).

U.S. SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker Trading Symbol		6.
Fields,	Randall	K.	Park City Group, Inc. (PKCY)		(C
(Last)	(First)	(Middle)			
P.O. Box 5000			3. IRS Identification Number of Reporting Person, if an entity (voluntary)	4. Statement for Month/Day/Year March 31, 2003	
(Street)				5. If Amendment, Date of Original (Month/Year)	7
Park City,	Utah	84060			
(City)	(State)	(Zip)	TABLE 1 -- Non-Derivative Securities Acquired, Dis		
1. Title of Security (Instr. 3)	2. Trans- action Date	2A. Deemed Execution Date, if any	3. Transaction Code (Instr.8)	4. Securities Acquired(A) or Disposed of (D) (Instr. 3,4 and 5)	5. Amount o Securiti Benefici Owned at of Month
	(Month/ Day/ Year)	(Month/ Day/ Year)	Code V	(A) or (D) Price	(Instr.
Common Stock	11/12/02		J	1,478,571 A	20,74
					91,92

J = Common Stock Issued in accordance with Antidilution Rights 2nd Br.

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Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned by the Registrant or its Affiliates (e.g., puts, calls, warrants, options, convertible securities, etc.)

1.Title of Derivative Security (Instr.3)	2.Conver- sion or Exercise Price of Deri- vative Security	3.Trans- action Date (Month/ Day/ Year)	3A. Deemed Execution Date, if any (Month/ Day/ Year)	4.Tansac- tion Code (Instr.8)	5.Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr.3, 4 and 5)	6.Date Exercis- able and Expiration Date (Month/Day/ Year)	7.Title and Amount of Underlying Securities (Intr. 3 and 4)	8.Pri of Der vat Sec rit (In 5)		
				----- Code V	(A) (D)	Date Exer- cisable	Expir- ation Date	Title Common	Number of Shares	
Warrants	\$.04	11/12/02		A	6,761,614	11/13/ 02	11/12/ 07	Common	6,761,614	\$
Warrants	\$.07	11/12/02		A	1,478,571	11/13/ 02	11/12/ 07	Common	1,478,574	\$

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Explanation of Responses:

by: /s/ Randall K. Fields	4/2/03
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Signature of Reporting Person	Date
Randall K. Fields	

(1) 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.

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