

PARK CITY GROUP INC  
Form 8-K/A  
November 18, 2014

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, DC 20549**

**FORM 8-K/A**

**(Amendment No. 1)**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the**

**Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): November 17, 2014

**PARK CITY GROUP, INC.**

**(Exact name of Registrant as specified in its Charter)**

Nevada

000-03718

37-1454128

(State or other jurisdiction of incorporation) (Commission File No.) (IRS Employer Identification No.)

299 South Main Street, Suite 2370, Salt Lake City, UT 84111

(Address of principal executive offices)

(435) 645-2000

(Registrant's Telephone Number)

Not Applicable

(Former name or address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

..

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

..

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

..

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

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Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**EXPLANATORY NOTE**

This Form 8-K/A amends the Current Report on Form 8-K filed by Park City Group, Inc. (the “*Company*”) on November 17, 2014 (the “*Original Filing*”). The Company is filing this amendment to solely to correct the Company’s name as it appears under Item 5.07. For convenience, the information previously disclosed in the Original Filing is repeated below.

**Item 5.07 Submission of Matters to a Vote of Security Holders.**

On November 17, 2014, Park City Group, Inc. (the “*Company*”) held its annual meeting of stockholders (the “*Annual Meeting*”). The matters voted upon at the Annual Meeting and the results of the voting are set forth below.

*Proposal No. 1- Election of Directors*

Stockholders elected Randall K. Fields, Robert W. Allen, James R. Gillis, William S. Kies Jr., Richard Juliano, Austin F. Noll Jr., and Ronald C. Hodge to serve on the Board of Directors until the Company’s next annual meeting of stockholders, or until their successors are elected and qualified.

|                     | For        | Against | Not Voted |
|---------------------|------------|---------|-----------|
| Randall K. Fields   | 10,206,457 | 9,014   | 5,580,941 |
| Robert W. Allen     | 9,810,094  | 405,377 | 5,580,941 |
| James R. Gillis     | 9,970,188  | 245,283 | 5,580,941 |
| William S. Kies Jr. | 10,061,348 | 154,123 | 5,580,941 |
| Richard Juliano     | 9,969,726  | 245,745 | 5,580,941 |
| Austin F. Noll Jr.  | 10,214,567 | 874     | 5,580,941 |
| Ronald C. Hodge     | 9,969,786  | 245,685 | 5,580,941 |

*Proposal No. 2- Ratification of the Appointment of HJ & Associates LLC as the Company’s Independent Auditors for the Fiscal Year Ending June 30, 2015.*

Stockholders ratified the appointment of HJ & Associates LLC as the Company’s independent auditors for the fiscal year ending June 30, 2015.

| For        | Against | Abstain |
|------------|---------|---------|
| 15,264,753 | 565,323 | 6,973   |

For more information about the foregoing proposals, please review the Company's definitive proxy statement, filed with the Securities and Exchange Commission on October 7, 2014.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**PARK CITY GROUP INC.**

Date: November 18, 2014

By: /s/ Edward L. Clissold  
Edward L. Clissold  
Chief Financial Officer