Fleetmatics Group plc Form SC 13D/A November 03, 2016

SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 2)

Fleetmatics Group Plc (Name of Issuer)

Ordinary Shares, nominal value €0.015 per share (Title of Class of Securities)

<u>G35569105</u>

(CUSIP Number)

David Goldman GAMCO Investors, Inc. One Corporate Center Rye, New York 10580-1435 (914) 921-5000 (Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

November 2, 2016 (Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box .

CUSIP No.	G35569105
	Names of reporting persons
	I.R.S. identification nos. of
1	above persons (entities only)
	Gabelli Funds, LLC
	I.D.
	No. 13-4044523
	Check the appropriate box if
	a member of a group (SEE INSTRUCTIONS) (a)
2	instructions) (a)
2	
	(b)
3	Sec use only
5	
	Source of funds (SEE
	INSTRUCTIONS)
4	00-Funds of investment
	advisory clients
	Check box if disclosure of
	legal proceedings is required
	pursuant to items 2 (d) or 2
5	(e)
	Citizenship or place of
6	organization
0	New York
	. 7
Number Of	^{: 7} Sole voting power
Shares	2,039,031 (Item 5)
D (11)	:8 cl l
Beneficially	: Shared voting power
Owned	: None
Owned	:
By Each	: 9 Sole dispositive power
Dy Luch	: Sole dispositive power
Reporting	: 2,039,031 (Item 5)
1 0	•
Person	:10 Shared dispositive power
With	None
11	Aggregate amount
	beneficially owned by each
	reporting person

12	2,039,031 (Item 5) Check box if the aggregate amount in row (11) excludes
13	certain shares (SEE INSTRUCTIONS) Percent of class represented by amount in row (11)
14	5.20% Type of reporting person (SEE INSTRUCTIONS) IA, CO

CUSIP No.	G35569105
1	Names of reporting persons I.R.S. identification nos. of above persons (entities only) GAMCO Asset
	Management Inc. I.D. No. 13-4044521 Check the appropriate box if
2	a member of a group (SEE INSTRUCTIONS) (a)
2	
	(b)
3	Sec use only
	Source of funds (SEE
	INSTRUCTIONS)
4	00-Funds of investment advisory clients
	auvisory chemis
	Check box if disclosure of
	legal proceedings is required
5	pursuant to items 2 (d) or 2
	(e)
	Citizenship or place of
6	organization
	New York
Number Of	: 7 Sole voting power
Shares	: 663,550 (Item 5)
Beneficially	: 8 Shared voting power
Owned	None
By Each	: 9 Sole dispositive power
Reporting	: 702,059 (Item 5)
Person	:10 Shared dispositive power :
With	None
11	Aggregate amount
	beneficially owned by each reporting person

	702,059 (Item 5)
12	Check box if the aggregate
	amount in row (11) excludes
	certain shares
	(SEE INSTRUCTIONS)
13	Percent of class represented
	by amount in row (11)
	1.79%
14	Type of reporting person
	(SEE INSTRUCTIONS)
	IA, CO
3	

	G35569105
	Names of reporting persons
	I.R.S. identification nos. of
1	above persons (entities only)
	Gabelli Securities, Inc.
	I.D. No. 13-3379374
	Check the appropriate box if
	a member of a group (SEE
	INSTRUCTIONS) (a)
2	
	(b)
	Sec use only
3	
	Source of funds (SEE
4	INSTRUCTIONS)
-	00 – Client funds
	Check has if disalagene of
	Check box if disclosure of
	legal proceedings is required pursuant to items 2 (d) or 2
5	(e)
	Citizenship or place of
6	organization
0	Delaware
	. 7
Number Of	: 7 Sole voting power
Number Of Shares	: 7 Sole voting power : 450,272 (Item 5)
Shares	450,272 (Item 5)
	450,272 (Item 5)
Shares	450,272 (Item 5)
Shares Beneficially Owned	450,272 (Item 5) 8 Shared voting power None
Shares Beneficially	450,272 (Item 5) 8 Shared voting power
Shares Beneficially Owned By Each	450,272 (Item 5) ⁸ Shared voting power None ⁹ Sole dispositive power
Shares Beneficially Owned	450,272 (Item 5) ⁸ Shared voting power None ⁹ Sole dispositive power 450,272 (Item 5)
Shares Beneficially Owned By Each	450,272 (Item 5) ⁸ Shared voting power None ⁹ Sole dispositive power 450,272 (Item 5)
Shares Beneficially Owned By Each Reporting Person	450,272 (Item 5) ⁸ Shared voting power None ⁹ Sole dispositive power 450,272 (Item 5) ¹⁰ Shared dispositive power
Shares Beneficially Owned By Each Reporting	450,272 (Item 5) ⁸ Shared voting power None ⁹ Sole dispositive power 450,272 (Item 5)
Shares Beneficially Owned By Each Reporting Person With	450,272 (Item 5) ⁸ Shared voting power None ⁹ Sole dispositive power 450,272 (Item 5) ¹⁰ Shared dispositive power
Shares Beneficially Owned By Each Reporting Person	450,272 (Item 5) ⁸ Shared voting power None ⁹ Sole dispositive power 450,272 (Item 5) ¹⁰ Shared dispositive power None

450,272 (Item 5)

 12 Check box if the aggregate amount in row (11) excludes certain shares (SEE INSTRUCTIONS)
13 Percent of class represented by amount in row (11)

1.15%

14 Type of reporting person (SEE INSTRUCTIONS) HC, CO, IA

CUSIP No.	G35569105
	Names of reporting persons
	I.R.S. identification nos. of
1	above persons (entities only) Gabelli Foundation,
	Inc. I.D. No.
	94-2975159
	Check the appropriate box if
	a member of a group (SEE
	INSTRUCTIONS) (a)
2	
	(b)
	Sac use only
3	Sec use only
	Source of funds (SEE
1	INSTRUCTIONS)
4	WC
	Check box if disclosure of
	legal proceedings is required
5	pursuant to items 2 (d) or 2 (e)
	Citizenship or place of
6	organization
0	NV
	• 7
Number Of	: 7 Sole voting power
Shares	: 10,000 (Item 5)
Shares	•
Beneficially	Shared voting power
Owned	None
By Each	^{: 9} Sole dispositive power
5	
Reporting	: 10,000 (Item 5)
Person	:10 Shared dispositive power
With	None None
11	Aggregate amount
11	beneficially owned by each
	reporting person

10,000 (Item 5)

 12 Check box if the aggregate amount in row (11) excludes certain shares (SEE INSTRUCTIONS)
13 Percent of class represented by amount in row (11)

0.03%

14 Type of reporting person (SEE INSTRUCTIONS) 00-Private Foundation

CUSIP No.	G35569105
1	Names of reporting persons I.R.S. identification nos. of above persons (entities only)
	MJG Associates, Inc.
	I.D. No. 06-1304269 Check the appropriate box if
	a member of a group (SEE
•	INSTRUCTIONS) (a)
2	
	(b)
	Sec use only
3	
	Source of funds (SEE
4	INSTRUCTIONS)
-	00-Client Funds
	Check box if disclosure of
	legal proceedings is required
5	pursuant to items 2 (d) or 2
	(e)
	C'élevent in an alta a ch
_	Citizenship or place of organization
6	Connecticut
	• 7
Number Of	²⁷ Sole voting power
Shares	6,400 (Item 5)
Beneficially	^{: 8} Shared voting power
Owned	None
By Each	: 9 Sole dispositive power
Reporting	6,400 (Item 5)
Person	:10 Shared dispositive power
With	None
11	Aggregate amount
	beneficially owned by each reporting person
	r

6,400 (Item 5)

 12 Check box if the aggregate amount in row (11) excludes certain shares (SEE INSTRUCTIONS)
13 Percent of class represented

by amount in row (11)

0.02%

14 Type of reporting person (SEE INSTRUCTIONS) CO

CUSIP No.	G35569105
	Names of reporting persons
	I.R.S. identification nos. of
1	above persons (entities only) GGCP,
	Inc.
	I.D. No. 13-3056041
	Check the appropriate box if a
	member of a group (SEE
•	INSTRUCTIONS) (a)
2	
	(b)
3	Sec use only
	Source of funds (SEE
4	INSTRUCTIONS)
4	WC
	Check box if disclosure of
5	legal proceedings is required
3	pursuant to items 2 (d) or 2 (e)
	Citizenship or place of
6	organization
0	Wyoming
	. 7
Number Of	Sole voting power
Shares	5,000 (Item 5)
D (11)	. 8 a
Beneficially	: Shared voting power
Owned	None
By Each	: 9 : Sole dispositive power
Reporting	5,000 (Item 5)
Person	:10 Shared dispositive power
With	None
11	Aggregate amount beneficially
-	owned by each reporting
	person

5,000 (Item 5)

12 Check box if the aggregate amount in row (11) excludes certain shares (SEE INSTRUCTIONS) X Percent of class represented by amount in row (11)

0.01%

14 Type of reporting person (SEE INSTRUCTIONS) HC, CO

CUSIP No	. G35569105
	Names of reporting persons I.R.S. identification nos. of
	above persons (entities only)
1	GAMCO Investors,
	Inc.
	I.D. No. 13-4007862
	Check the appropriate box if
	a member of a group (SEE INSTRUCTIONS) (a)
	(b)
2	Sec use only
3	
	Source of funds (SEE INSTRUCTIONS)
4	WC
	Check box if disclosure of
	legal proceedings is required
5	pursuant to items 2 (d) or 2
	(e)
	Citizenship or place of
6	organization
0	Delaware
Number	$f \stackrel{:}{_{\cdot}}^7$ Sole voting power
Number O	Sole voting power
Shares	8,900 (Item 5)
Beneficial	ly: ⁸ Shared voting power
Owned	None
By Each	Sole dispositive power
Reporting	8,900 (Item 5)
Person	:10 Shared dispositive power
With	None
11	Aggregate amount
	beneficially owned by each reporting person
	reporting person

	8,900 (Item 5)
12	Check box if the aggregate amount in row (11) excludes certain shares (SEE INSTRUCTIONS) X
13	Percent of class represented by amount in row (11)
14	0.02%
11	Type of reporting person (SEE INSTRUCTIONS)
	HC, CO

CUSIP No	. G35569105
	Names of reporting persons
	I.R.S. identification nos. of above persons (entities only)
1	Associated Capital
1	Group, Inc.
	1 /
	I.D. No. 47-3965991
	Check the appropriate box if
	a member of a group (SEE
	INSTRUCTIONS) (a)
	(b)
3	Sec use only
	Source of funds (SEE
	Source of funds (SEE INSTRUCTIONS)
4	WC
	Check box if disclosure of
	legal proceedings is required
5	pursuant to items 2 (d) or 2
	(e)
	Citizenship or place of
6	organization
	Delaware
Number O	Sole voting power
Shares	: 15,000 (Item 5)
Beneficiall	y Shared voting power
Ourse	Nore
Owned	None
By Each	^{:9} Sole dispositive power
•	
Reporting	15,000 (Item 5)
Person	:10 Shared dispositive power
r 015011	
With	None
11	Aggregate amount
	beneficially owned by each
	reporting person

	15,000 (Item 5)
12	Check box if the aggregate amount in row (11) excludes certain shares (SEE INSTRUCTIONS) X
13	Percent of class represented by amount in row (11)
14	0.04% Type of reporting person (SEE INSTRUCTIONS) HC, CO

CUSIP No.	G35569105 Names of reporting
1	persons I.R.S. identification nos. of above persons (entities only) Mario J. Gabelli
2	Check the appropriate box if a member of a group (SEE INSTRUCTIONS) (a) (b)
3	Sec use only
4	Source of funds (SEE INSTRUCTIONS) Private Funds
5	Check box if disclosure of legal proceedings is required pursuant to items 2 (d) or 2 (e)
6	Citizenship or place of organization USA
Number Of	^{: 7} Sole voting power
Shares	: 31,000 (Item 5)
Beneficially	[·] Shared voting power
Owned	None
By Each	
Reporting	: 9
Person	. /
With	