

PARK CITY GROUP INC
Form 8-K
October 19, 2012

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of report (Date of earliest event reported): October 19, 2012

Commission File Number: 000-03718

Park City Group, Inc.
(Exact name of small business issuer as specified in its charter)

Nevada
(State or other jurisdiction of incorporation or organization)
371454128
(IRS Employer Identification No.)

3160 Pinebrook Road, Park City, Utah 84098
(Address of principal executive offices)

435-645-2100
(Registrant's Telephone number)

Not Applicable
(Former Name or Former 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))

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

Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

Park City Group, Inc. (the "Company") today announced the resignation of Peter Brennan from its Board of Directors, effective immediately. Mr. Brennan, who has served on the Board since 2009, resigned for personal reasons.

The Company today also announced the election of Richard Juliano and Austin F. Noll, Jr. to its Board of Directors, effective immediately. Neither Messrs Juliano or Noll were appointed to any Board committees. A copy of the press release announcing Mr. Brennan's resignation and Messrs Juliano and Noll's election is attached to this Current Report on Form 8-K as Exhibit 99.1, and is incorporated herein by reference.

Mr. Juliano is the founder and President of Cypress Cove Consulting, a private consulting firm. Prior to establishing Cypress Cove Consulting, Mr. Juliano enjoyed a long-standing career in the retail and grocery industry, serving as Executive Vice President of Thrifty Payless Drug, Vice President of Marketing and Merchandising for Genuardis Family Markets in Philadelphia and holding several senior management positions with SUPERVALU, Inc.

Mr. Noll is the President of Austin Noll & Associates, LLC, a consumer packaged goods consulting firm founded in 2000. Before forming Austin Noll & Associates, Mr. Noll spent 22 years in multiple sales positions for General Foods, where he earned recognition as an outstanding Sales Manager and was inducted into the Grocery Sales Division's "Ring of Honor". After leaving General Foods, Mr. Noll served as Vice-President of Industry and Trade-Relations for Borden, Inc. and, later, for Nabisco, Inc.

There are no arrangements or understanding pursuant to which Messrs Juliano or Noll were appointed as directors, and there are no related party transactions between the Company and Messrs Juliano or Noll that would require disclosure under Item 404(a) of Regulation S-K.

Item 9.01 Financial Statements and Exhibits.

See Exhibit Index.

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: *October 19, 2012*

By: */s/ Randy Fields*

Name: Randy Fields

Title: Chief Executive Officer

Exhibit Index

<u>Exhibit No.</u>	<u>Description</u>
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EX-99.1	Press Release dated October 19, 2012
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measure calculated and presented in accordance with GAAP in the statement of income, balance sheet or statement of cash flows of the issuer; or includes amounts, or is subject to adjustments that have the effect of including amounts, that are excluded from the most directly comparable measure so calculated and presented. Operating and statistical measures and certain ratios and other statistical measures are not non-GAAP financial measures. GAAP refers to generally accepted accounting principles in the United States.

Brunswick has used the financial measures that are included in the news release for several years, both in presenting its results to stockholders and the investment community and in its internal evaluation and management of its businesses. Brunswick's management believes that these measures (including those that are "non-GAAP financial measures") and the information they provide are useful to investors because they permit investors to view Brunswick's performance using the same tools that Brunswick uses and to better evaluate Brunswick's ongoing business performance. Brunswick's management believes that the non-GAAP financial measure "free cash flow" is also useful to investors because it is an indication of cash flow that may be available for investment in future growth initiatives. Brunswick defines free cash flow as cash flow from operating and investing activities (excluding cash used for acquisitions and investments) and excluding financing activities. In addition, Brunswick's management believes that presentation of diluted earnings from continuing operations per share for the three and six months ended June 30, 2007 and July 1, 2006, excluding non-recurring tax benefits, provides a more meaningful comparison to prior results.

The information in this report and the exhibit attached hereto shall not be deemed to be "filed" for purposes of Section 18 of the Securities and Exchange Act of 1934, or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01

Financial Statements and Exhibits.

(d) Exhibits:

<u>Exhibit No.</u>	<u>Description of Exhibit</u>
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99.1	News Release, dated July 26, 2007, of Brunswick Corporation, announcing its second quarter 2007 earnings.
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SIGNATURE

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.

BRUNSWICK CORPORATION

Dated: July 26, 2007

By: /s/ ALAN L. LOWE
Name: Alan L. Lowe
Title: Vice President and Controller

EXHIBIT INDEX:

<u>Exhibit No.</u>	<u>Description of Exhibit</u>
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