### Edgar Filing: Brennan Peter Thomas - Form 4

Brennan Pete	er Thomas									
Form 4										
March 22, 20	)11									
FORM	4							OMB A	PROVAL	
<b>CUNIVI 4</b> UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						COMMISSION	OMB Number:	3235-0287		
Check thi if no long subject to Section 1 Form 4 of	6.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							January 31 2005 average rs per 0.5	
Form 5 obligatior may conti <i>See</i> Instru 1(b).	<sup>18</sup> Section 17(a action	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(h) of the Investment Company Act of 1940								
(Print or Type R	Responses)									
1. Name and A Brennan Pet	Symbol	2. Issuer Name <b>and</b> Ticker or Trading Symbol PARK CITY GROUP INC [PCYG]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (M	liddle) 3. Date of	3. Date of Earliest Transaction (Che					eck all applicable)		
(M 3160 PINEBROOK RD (Street) 4.			(Month/Day/Year) 01/03/2011				Director 10% Owner 0fficer (give title 0ther (specify below)			
			4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
PARK CITY	7, UT 84098						Form filed by M Person	lore than One Re	porting	
(City)	(State) (	Zip) Tabl	e I - Non-D	erivative S	ecurit	ties Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	ecurity (Month/Day/Year) Execution Instr. 3) any					Securities Energicially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	02/03/2011	12/31/2010	J <u>(1)</u>	459	A	\$ 5.45	29,923	D		
Common Stock	01/03/2011	01/03/2011	J <u>(2)</u>	12,000	А	\$ 1.25	41,923	D		

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Own Follo Repo Tran (Inst
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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## **Reporting Owners**

Reporting Owner Name / Addre	ess	Relationships							
	Director	10% Owner	Officer	Other					
Brennan Peter Thomas 3160 PINEBROOK RD PARK CITY, UT 84098									
Signatures									
Peter T. Brennan	03/22/2011								
<u>**</u> Signature of	Date								

#### <u>\*\*</u>Signature of Reporting Person

# **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).
- (1) Shares issued in lieu of cash compensation for fees for services on the Company's Board of Directors.
- (2) Shares were issued as bonus compensation. Issuance represents one-fifth of shares issued. This is the second of five annual issuances.

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