

PARK CITY GROUP INC  
Form 8-K  
May 19, 2011

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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): May 19 , 2011

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)

(IRS Employer Identification No.)

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

435-645-2000  
(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))

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**Item 8.01 Other Events.**

The Board of Directors of Park City Group has approved amendments to certain warrants issued by Park City Group, Inc. (the "Company") in connection with the Company's June 2007 private placement of its Series A Preferred Stock (the "Warrants"). Specifically, the Company has extended the expiration date of the Warrants six months to 5:00 PM, Eastern Standard Time on November 30, 2011; provided, however, the exercise price of any unexercised Warrants as of 5:00 PM, Eastern Standard Time on May 31, 2011, the original expiration date of the Warrants, will increase to \$4.25 per share from \$4.00 per share.

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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: *May 19, 2011*

By: */s/ David Colbert*

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*Name: David Colbert*

*Title: Chief Financial Officer*

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