FORM 5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Machineton	D C	20540
Vashington,	D.C.	20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL **OWNERSHIP**

OMB APPROVAL								
OMB Number:	3235-0362							
Estimated average bi	urden							

1 Transactions R	eported.	File	ed pursuant to or Sectior													
1. Name and Address of Reporting Person* YOUNG STEPHEN D				2. Issuer Name and Ticker or Trading Symbol FRANKLIN COVEY CO [FC]						Check a	all app Direc	licable) tor	ble) 10%		Owner	
(Last) (First) (Middle) 2220 W PARKWAY BLVD					3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 08/31/2019						X Officer (give title Other (specify below) Chief Financial Officer					
U1			4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applic Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					erson
			ative Sec	uritie	s Ac	quire	d, Di	sposed	of, or	Benefici	ally C) Wne	d			
Date		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		T			or Disposed	Securities Beneficially		es ally	Form	nership rm: Direct	7. Nature of Indirect Beneficial Ownership (Instr. 4)
							Amour	nt	(A) or (D)	o) or Price		Issuer's Fiscal Year (Instr. 3 and 4)		Indirect (I) (Instr. 4)		
shares		11/14/2017			A4		4,5	546(1)	A	\$0		167,524			D	
shares		10/01/2018			A	4	3,7	,738 ⁽²⁾ A \$		\$0	\$0 1		171,262		D	
n shares 08/05/2019 G 5,000		D	\$0		166,262		D									
common shares 08/28/2019				G		j	3,	000	D \$		163,262		,262		D	
	Та										y Ow	ned				
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	of tr. of Control of		Expiration Date (Month/Day/Year)			Amour		Deriva Secur	erivative courity str. 5)	derivative Securities Beneficiall Owned Following Reported	e s Illy	Form: Direct (D) or Indirect	Beneficial Ownership t (Instr. 4)
	(Fir PARKWAY AKE UT (Statement of the security (Instr. 3) shares shares shares shares shares price of Derivative	(First) (I) (First) (I) (PARKWAY BLVD) AKE UT 8 (State) (I) Table Gecurity (Instr. 3) Shares Shares Shares Shares Ta 2. Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) PARKWAY BLVD (State) (Zip) Table I - Non-Derive (Month/Day/Year) Shares 11/14/2017 shares 10/01/2018 shares 08/05/2019 Table II - Derivate (e.g., ptopics of Derivative Price of Derivative Price of Derivative Price of Derivative (Month/Day/Year) 2. Conversion or Exercise Price of Derivative (Month/Day/Year) 2. Conversion or Exercise Price of Derivative (Month/Day/Year)	Conversion or Exercise Price of Derivative Security (Instr. 3) Conversion or Exercise Price of Derivative Security (Instr. 3) Conversion or Exercise Price of Derivative Security (Instr. 3) Conversion or Exercise Price of Derivative Security (Instr. 3) Conversion or Exercise Price of Derivative (Instr. 3) Conversion (Instr. 3) Conversion (Instr. 4) Conversion (Instr. 4) Conversion (Instr. 5) Conversion (Instr. 6) Conversion (Instr. 6) Conversion (Instr. 6) Conversion (Instr. 7) Conversion (Instr. 7) Conversion (Instr. 7) Conversion (Instr. 8) Conversion (Inst	AKE UT 84119 Table I - Non-Derivative Securities (Month/Day/Year) Shares 11/14/2017 Shares 10/01/2018 Shares 08/05/2019 Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year))	Conversion or Exercise Price of Derivative Security Conversion or Exercise Price of Derivative Security	Conversion or Exercise Price of Derivative Security Conversion or Exercise Price of Derivative Security	Carrier Carr	Conversion or Exercise Price of Derivative Securities Acquired, Disposed of (e.g., puts shares 10/01/2018 Shares 08/05/2019 G 3,000	Conversion or Exercise Shares 10/01/2018 Shares 10/01/2018 Shares 10/01/2018 Shares 08/28/2019 Conversion or Exercise Conversion Conversion or Exercise Conversion or Exercise Conversion Con	FRANKLIN COVEY CO FC	AKE UT 84119 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Checking Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Shares 11/14/2017 A4 4,546(1) A \$0 Individual Shares 10/01/2018 A4 3,738(2) A \$0 Individual Shares 08/05/2019 G 3,000 D \$0 Individual Shares 08/05/2019 G 3,000	AKE UT 84119 Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner (Month/Day/Year) Shares 11/14/2017	AKE UT 84119 Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year) Recurity (Instr. 3) Date (Month/Day/Year) Shares 11/14/2017 Shares 08/25/2019 2. Issuer Name and Ticker or Trading Symbol FRANKLIN COVEY CO [FC] 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year) (A. Bearned (Month/Day/Year) (B. Individual or Joint/Ground (Month/Day/Year) (B. In	AKE UT 84119 Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned at end of (Month/Day/Year) Conversion of Exercise (Month/Day/Year) Shares 10/01/2018 A4 4, 3,7386 A \$0 167,524 Shares 08/05/2019 G 5.000 D \$0 163,262 Shares 08/05/2019 G 5.000 D \$0 163,262 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned at end of one land of the conversion of Exercise (Month/Day/Year) Shares 08/05/2019 G 5.000 D \$0 163,262 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned at end of one land of the conversion of Exercise (Month/Day/Year) Shares 08/05/2019 G 5.000 D \$0 163,262 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Amount 09/01 Price 09/01/01/01/01/01/01/01/01/01/01/01/01/01/	AKE UT 84119 (State) (State) (Zip) Table I - Non-Derivative Securities Acquired, Date (Month/Day/Year) (Mo

Explanation of Responses:

- 1. FY18 LTIP Award, vesting in three years FY202.
- 2. FY19 LTIP Award, vesting in three years FY2021.

/s/ Stephen D. Young, 10/09/2019 Attorney-in-Fact

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.