

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-K/A

AMENDMENT NO. 1 TO

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934 FOR THE FISCAL YEAR ENDED AUGUST 31, 1999

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE
ACT OF 1934 FOR THE TRANSITION PERIOD FROM _____ TO _____

FRANKLIN COVEY CO.

(Exact name of registrant as specified in its charter)

Utah 1-11107 87-0401551

(State or other jurisdiction of incorporation) (Commission File No.) (IRS Employer
Identification No.)

2200 West Parkway Boulevard
Salt Lake City, Utah 84119-2331

(Address of principal executive offices, including zip code)

Registrant's telephone number, including area code: (801) 817-1776

Securities registered pursuant to Section 12(b) of the Act:
Name of Each Exchange on Which
Registered

Title of Each Class	Name of Each Exchange on Which Registered
Common Stock, \$.05 Par Value	New York Stock Exchange

Securities registered pursuant to Section 12(g) of the Act: None

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. YES NO

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of Registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

The aggregate market value of the Common Stock held by non-affiliates of the Registrant on November 1, 1999, based upon the closing sale price of the Common Stock of \$8.38 per share on that date, was approximately \$172,068,417. Shares of the Common Stock held by each officer and director and by each person who may be deemed to be an affiliate of the Registrant have been excluded.

As of November 1, 1999, the Registrant had 20,533,224 shares of Common Stock outstanding.

Parts of the Registrant's Proxy Statement for the Registrant's Annual Meeting of Shareholders, which is scheduled to be held on January 28, 2000, are incorporated by reference in Part III of this Form 10-K.

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The Registrant hereby amends the cover page of its Annual Report on Form 10-K for the year ended August 31, 1999, to reflect that (I) the Registrant will disclose delinquent filings pursuant to Item 405 of Regulation S-K that will be contained in the Definitive Proxy Statement incorporated by reference in Part III of the Registrant's Form 10-K; and (II) parts of the Registrant's Definitive Proxy Statement are incorporated by reference in Part III of this Form 10-K.

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Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this amendment to be signed on its behalf by the undersigned, thereunto duly authorized.

FRANKLIN COVEY CO.

By: /s/ Robert A. Whitman

Robert A. Whitman
Chairman of the Board and
Chief Executive Officer

Date: December 8, 1999