SEC I	Form 4
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Che	ck this box if no longer subject to
	tion 16. Form 4 or Form 5
oblig	gations may continue. See
Instr	ruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person [*] Freund Charles Richard			2. Issuer Name and Ticker or Trading Symbol <u>FLEETCOR TECHNOLOGIES INC</u> [FLT]		tionship of Reporting Pers all applicable) Director	10% Owner
Þ				X	Officer (give title below)	Other (specify below)
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		,	,
			03/22/2013		President, Developi	ng Markets
5445 TRIANG	LE PARKWAY					
SUITE 400						
			4. If Amendment, Date of Original Filed (Month/Day/Year)		idual or Joint/Group Filing	(Check Applicable
(Street)				Line)		
. ,	~	20002		X	Form filed by One Repo	orting Person
NORCROSS	GA	30092			Correction by More then	One Departing
P					Form filed by More than Person	TOne Reporting
(City)	(State)	(Zip)				

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

······································											
2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
	Code V Amount (A) or (D)		Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)					
03/22/2013		М		14,844	A	\$23	98,144	D			
03/22/2013		S		14,844	D	\$73.07	83,300	D			
03/25/2013		М		14,448	A	\$23	97,748	D			
03/25/2013		S		14,448	D	\$76.04	83,300	D			
	2. Transaction Date (Month/Day/Year) 03/22/2013 03/22/2013	2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)03/22/201303/22/201303/22/201303/25/2013	2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)3. Transactode (Note Code (Note)03/22/2013M03/22/2013S03/25/2013M	2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)3. Transaction Code (Instr. 8)03/22/2013CodeV03/22/2013MS03/25/2013MM	2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)3. Transaction Code (Instr.4. Securities Disposed Of 003/22/2013CodeVAmount03/22/2013M14,84403/22/2013S14,84403/25/2013M14,448	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 3. Transaction Solution 4. Securities Acquired Disposed Of (D) (Instr. 5) 03/22/2013 M V Amount (A) or (D) 03/22/2013 M 14,844 A 03/22/2013 S 14,844 D 03/22/2013 M 14,448 A	$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 3. Transaction Code (Instr. 8) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) 03/22/2013 M 14,844 A \$23 98,144 03/22/2013 S 14,844 D \$73.07 83,300 03/25/2013 M 14,448 A \$23 97,748	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 3. Transaction (any (Month/Day/Year) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) 6. Ownership Form: Direct (D) or Indirect (D)		

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

(e.g., puts, cans, 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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Options ⁽¹⁾	\$23	03/22/2013		М			14,844	07/01/2012	12/14/2020	Common Stock	14,844	\$0.00	154,954	D	
Employee Stock Options ⁽¹⁾	\$23	03/25/2013		М			14,448	07/01/2012	12/14/2020	Common Stock	14,448	\$0.00	140,506	D	

Explanation of Responses:

1. Pursuant to 10b5-1 sales plan

Remarks:

/s/ Sean Bowen, under power of 03/26/2013

<u>attorney</u>

** 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.