

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person * <u>Clarke Ronald</u> <hr/> (Last) (First) (Middle) 5445 TRIANGLE PARKWAY SUITE 400 <hr/> (Street) NORCROSS GA 30092 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol FLEETCOR TECHNOLOGIES INC [FLT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) CEO & President
	3. Date of Earliest Transaction (Month/Day/Year) 06/01/2012	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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

1. Title of Security (Instr. 3)	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)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock ⁽¹⁾⁽²⁾	06/01/2012		M		25,200	A	\$2.308	2,971,483	D	
Common Stock ⁽¹⁾	06/01/2012		S		25,200	D	\$36.31	2,946,283	D	
Common Stock ⁽¹⁾	06/04/2012		M		20,000	A	\$2.308	2,966,283	D	
Common Stock ⁽¹⁾	06/04/2012		S		20,000	D	\$36.2	2,946,283	D	
Common Stock ⁽¹⁾	06/05/2012		M		13,400	A	\$2.308	2,959,683	D	
Common Stock ⁽¹⁾	06/05/2012		S		13,400	D	\$36.92	2,946,283	D	

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
						Date Exercisable	Expiration Date					
Employee Stock Options ⁽¹⁾	\$2.308	06/01/2012		M	25,200	01/03/2009	01/03/2015	Common Stock 25,200	\$0.00	183,532	D	
Employee Stock Options ⁽¹⁾	\$2.308	06/04/2012		M	20,000	01/03/2009	01/03/2015	Common Stock 20,000	\$0.00	163,532	D	
Employee Stock Options ⁽¹⁾	\$2.308	06/05/2012		M	13,400	01/03/2009	01/03/2015	Common Stock 13,400	\$0.00	150,132	D	

Explanation of Responses:

1. Pursuant to 10b5-1 plan.

2. Ending balance on previously filed Form 4, filed on May 4, 2012, included 166,666 excess shares due to administrative error. These shares were reported as acquired on November 3, 2011, however they had already been appropriately included in the amount of securities beneficially owned in accordance with Section 16 filing requirements. The ending balance of securities beneficially owned by Mr. Clarke has been adjusted to reflect the correct balance.

Remarks:

/s/ Sean Bowen, under power of attorney 06/05/2012

** 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.