

Schmit William
 Form 4
 February 29, 2012

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Schmit William

2. Issuer Name and Ticker or Trading Symbol
 FLEETCOR TECHNOLOGIES INC
 [FLT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 5445 TRIANGLE
 PARKWAY, SUITE 400
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 02/27/2012

____ Director
 Officer (give title below)
 ____ 10% Owner
 ____ Other (specify below)
 Pres, Major Oil Card Programs

NORCROSS, GA 30092

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock ⁽¹⁾	02/27/2012		M			16,500	A	\$ 14	156,225	D	
Common Stock ⁽¹⁾	02/27/2012		S			16,500	D	\$ 36.9738	139,725	D	
Common Stock ⁽¹⁾	02/27/2012		S			14,725	D	\$ 36.9748	125,000	D	
Common Stock ⁽¹⁾	02/28/2012		M			11,500	A	\$ 14	136,500	D	
Common Stock ⁽¹⁾	02/28/2012		S			11,500	D	\$ 36.9812	125,000	D	

