Edgar Filing: Francesca's Holdings CORP - Form 4

Francesca's Form 4	Holdings CORP									
July 11, 201	ЛЛ							PPROVAL		
	UNITED		 S SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 DF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section) of the Investment Company Act of 1940 					3235-0287		
Check t if no lor subject Section Form 4 Form 5 obligati may con <i>See</i> Inst 1(b).	nger to 16. or Filed pur ons ntinue.	MENT OF CH rsuant to Section (a) of the Public						Number: January 31, Expires: 2005 Estimated average burden hours per response 0.5		
(Print or Type	Responses)									
1. Name and Bender Pat	Address of Reporting tricia A.	Symb	ssuer Name an ool cesca's Holo		-	5. Relationship o Issuer				
(Last)	(First) (A	Middle) 3. Da	te of Earliest T	ransaction		(Che	ck all applicabl	le)		
	NCESCA'S HOLD ATION, 8760 CLA	INGS 07/0	th/Day/Year) 9/2013			X Director Officer (give below)		% Owner her (specify		
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(CheckApplicable Line)_X_ Form filed by One Reporting Person				
HOUSTON	N, TX 77080					Form filed by Person	More than One R	Reporting		
(City)	(State)	(Zip)	Table I - Non-I	Derivative	Securities A	cquired, Disposed o	of, or Beneficia	ally Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, any (Month/Day/Yea	Code r) (Instr. 8)	Disposed	(A) or of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: Re	eport on a separate line	e for each class of	securities bene	ficially ow	ned directly o	or indirectly.				
				inforr requi	nation cont red to respo ays a currer	pond to the collec ained in this form ond unless the for htly valid OMB cou	are not m	SEC 1474 (9-02)		
	Tab		Securities Acc calls, warrants			Beneficially Owned securities)				
		action Date 3A. Day/Year) Exec		4. Transact	5. Number ionof Derivati	6. Date Exercisa ve Expiration Date		. Title and Amount of Inderlying Securities		

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8	5)	Securities Acquired (A) or Disposed (D) (Instr. 3, 4 and 5)	l l of	(Month/Day/Year)		(Instr. 3 and 4)		Sec (In
				Code V	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	\$ 27.41	07/09/2013		А		6,265		<u>(1)</u>	07/08/2023	Common Stock	6,265	
Reporting Owners												

Reporting Owner Name / Address		Relationships					
		Director	10% Owner	Officer	Other		
Bender Patricia A. C/O FRANCESCA'S HOLDINGS CORP 8760 CLAY ROAD HOUSTON, TX 77080	ORATION	Х					
Signatures							
/s/ Kal Malik, as 07/ attorney-in-fact	09/2013						

Date

**Signature of Reporting Person

- Explanation of Responses:
- * 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).
- (1) This stock option award was granted on July 9, 2013 and vests annually in equal 20% installments over a 5-year period beginning on the first anniversary of the date of the grant, subject to the reporting person's continued service through the applicable vesting date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.