EMMETT RICHARD J

Form 4

December 19, 2012

FORM 4

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

OMB Number:

3235-0287

0.5

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

OMB APPROVAL

Estimated average burden hours per

response...

Section 16. Form 4 or Form 5 obligations may continue.

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

1(b).

Common

Stock

12/19/2012

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * EMMETT RICHARD J			Symbol		d Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer					
				Francesca's Holdings CORP [FRAN]			(Check all applicable)				
	(Last)	(First)	(Middle)	3. Date of	f Earliest T	ransaction					
				(Month/I	Day/Year)		_X_ Director 10% Owner				
C	C/O FRAN	CESCA'S		12/19/2	2012		Officer (give title Other (specify below)				
C	COLLECT	IONS, INC., 876	0 CLAY				below)	below)			
R	ROAD										
(Street)				4. If Am	endment, D	ate Original	6. Individual or Joint/Group Filing(Check				
				Filed(Mo	nth/Day/Yea	ur)	Applicable Line)				
							X Form filed by One Reporting Person				
H	HOUSTON	T, TX 77080					Form filed by More than One Reporting Person				
	(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative Securities Acq	uired, Disposed of	, or Beneficial	ly Owned		
1.	.Title of	2. Transaction Date	e 2A. Deen	ned	3.	4. Securities Acquired (A	5. Amount of	6.	7. Nature of		
S	ecurity Instr. 3)	(Month/Day/Year)	any	n Date, if		omr Disposed of (D) (Instr. 3, 4 and 5)	Securities	Ownership	Indirect		
(I					Code		Beneficially	Form:	Beneficial		
			(Month/L	Day/Year)	(Instr. 8)		Owned	Direct (D) or Indirect	Ownership		
							Following Reported	(I)	(Instr. 4)		
						(A)	Transaction(s)	(Instr 4)			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Transaction(s)

(Instr. 3 and 4)

10,000

Price

27.7063

(Instr. 4)

D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Code V Amount (D)

5,000

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1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Titl		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	ınt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	Bene
	Derivative		•		Securities	3		(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						(2.11541
					4, and 5)						
					i, and 3)						
									Amount		
						Data	Evaluation		or		
							Expiration Date	Title I	Number		
									of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

EMMETT RICHARD J C/O FRANCESCA'S COLLECTIONS, INC. 8760 CLAY ROAD HOUSTON, TX 77080

X

Signatures

/s/ Kal Malik, as Attorney-in-Fact

12/19/2012

**Signature of Reporting Person

Date

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).

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.

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