Edgar Filing: Francesca's Holdings CORP - Form 4

	Holdings CORI	D							
Form 4 July 24, 201	14								
FORM	ЛЛ		SECUDITIES A	ND EXCHANGE	COMMISSION		PPROVAL		
		USIAIESS	Washington,			OMB Number:	3235-0287		
Check t if no lor subject Section Form 4 Form 5 obligati may cor <i>See</i> Inst 1(b).	nger to 16. or Filed p ons ntinue.	ursuant to Se 7(a) of the Pu	CHANGES IN E SECUR ection 16(a) of the ublic Utility Hold	BENEFICIAL O	Expires:January 31, 2005Estimated average burden hours per response0.5				
(Print or Type	Responses)								
	Address of Reportin	S	2. Issuer Name and Symbol Francesca's Holdi	Ticker or Trading	5. Relationship of Issuer				
(Last)	(First)	(Middle)	3. Date of Earliest Tr	ansaction	(Check all applicable)				
	ICESCA'S HOL ATION, 8760 CI	DINGS ((Month/Day/Year) 07/22/2014		X Director Officer (give below)		% Owner her (specify		
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)		 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 				
HOUSTON	N, TX 77080				Form filed by N Person				
(City)	(State)	(Zip)	Table I - Non-D	erivative Securities A	cquired, Disposed of	f, or Beneficia	ally Owned		
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year) Execution D any	Date, if Transaction Code	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	SecuritiesFBeneficially(Owned(6. Ownership Form: Direct D) or Indirect I) Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: Re	port on a separate li	ine for each clas	ss of securities benefi	icially owned directly	or indirectly.				
				information cont required to resp	spond to the collec tained in this form ond unless the form ntly valid OMB con	are not n	SEC 1474 (9-02)		
	Ta			uired, Disposed of, or options, convertible					
1. Title of Derivative		ransaction Date	e 3A. Deemed Execution Date, if	4. 5. Numb TransactiorDerivation			7. Title and Amount of Underlying Securities		

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securit Acquir or Disp (D) (Instr. and 5)	ed (A) osed of	(Month/Day	/Year)	(Instr. 3 and 4)	
				Code V	7 (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 15.04	07/22/2014		A	11,26	4	<u>(1)</u>	07/21/2024	Common Stock	11,264

Reporting Owners

Reporting Owner Name / Address			Relationships					
	Director	10% Owner	Officer	Other				
EMMETT RICHARD J C/O FRANCESCA'S HOLDINGS C 8760 CLAY ROAD HOUSTON, TX 77080	Х							
Signatures								
/s/ Kal Malik, as attorney in fact	07/24/2014							
**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).
- (1) This stock option was granted on July 22, 2014 and vests in five equal annual installments beginning on June 5, 2014 and each anniversary thereof, subject to the reporting person's continued employment 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.