

MARR JOHN S JR
Form 4
March 13, 2013

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 *
MARR JOHN S JR

2. Issuer Name and Ticker or Trading Symbol
TYLER TECHNOLOGIES INC
[TYL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
5949 SHERRY LANE, SUITE 1400
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/11/2013

Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

DALLAS, TX 75225

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or (D) Price		
Tyler Technologies Common Stock	03/11/2013		S		21,100 <u>(1)</u> \$ 58.82	D	676,871 <u>(2)</u> D
Tyler Technologies Common Stock	03/12/2013		S		38,500 <u>(3)</u> \$ 58.4	D	638,371 <u>(4)</u> D
Tyler Technologies Common Stock	03/13/2013		S		40,400 <u>(5)</u> \$ 59.33	D	597,971 <u>(6)</u> D

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MARR JOHN S JR 5949 SHERRY LANE, SUITE 1400 DALLAS, TX 75225	X		President and CEO	

Signatures

/s/ John S. Marr, Jr. 03/13/2013

**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) Of the 21,100 shares sold, (a) 4,100 were directly owned by Mr. Marr and (b) 17,000 were owned by a partnership in which Mr. Marr is the general partner and deemed to have sole voting and investment power.
Mr. Marr's ownership includes: (1) direct ownership of 465,094 shares; and (2) indirect ownership of (a) 43,000 shares held in a descendants trust in which Mr. Marr is deemed to have shared voting power, and (b) 168,777 shares held in a partnership in which Mr. Marr is the general partner and is deemed to have sole voting and investment power. The partnership is owned 99% by a trust in which Mr. Marr's children are the beneficiaries and 1% by the general partner.
 - (3) Of the 38,500 shares sold, (a) 13,500 were directly owned by Mr. Marr and (b) 25,000 were owned by a partnership in which Mr. Marr is the general partner and deemed to have sole voting and investment power.

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- Mr. Marr's ownership includes: (1) direct ownership of 451,594 shares; and (2) indirect ownership of (a) 43,000 shares held in a descendants trust in which Mr. Marr is deemed to have shared voting power, and (b) 143,777 shares held in a partnership in which Mr. Marr is the general partner and is deemed to have sole voting and investment power. The partnership is owned 99% by a trust in which Mr. Marr's children are the beneficiaries, and 1% by the general partner.
- (4)
- Of the 40,400 shares sold, (a) 32,400 were owned directly by Mr. Marr and (b) 8,000 were owned by a partnership in which Mr. Marr is the general partner and is deemed to have sole voting and investment power.
- (5)

- Mr. Marr's ownership includes: (1) direct ownership of 419,194 shares; and (2) indirect ownership of (a) 43,000 shares held in a descendants trust in which Mr. Marr is deemed to have shared voting power, and (b) 135,777 shares held in a partnership in which Mr. Marr is the general partner and is deemed to have sole voting and investment power. The partnership is owned 99% by a trust in which Mr. Marr's children are the beneficiaries and 1% by the general partner.
- (6)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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