

AMERICAN SOFTWARE INC  
Form 4  
March 11, 2014

**FORM 4**

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

OMB APPROVAL

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Expires: January 31, 2015  
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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 \*  
JARVIS JOHN

2. Issuer Name and Ticker or Trading Symbol  
AMERICAN SOFTWARE INC  
[AMSWA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

470 EAST PACES FERRY ROAD

03/07/2014

(Street)

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

ATLANTA, GA 30305

(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)	
				(A) or (D)	Price			
				Code	V	Amount		
Class A Common Stock	03/07/2014		C <sup>(1)</sup>	3,000	A	\$ 5.91	62,000	D
Class A Common Stock	03/07/2014		C <sup>(1)</sup>	3,000	A	\$ 6.16	65,000	D
Class A Common Stock	03/07/2014		C <sup>(1)</sup>	3,000	A	\$ 8.56	68,000	D
Class A Common Stock	03/07/2014		C <sup>(1)</sup>	3,000	A	\$ 8.97	71,000	D

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Stock

Class A Common Stock	03/07/2014		<u>C<sup>(1)</sup></u>	3,000	A	\$ 8.6	74,000	D
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Class A Common Stock	03/07/2014		S	15,000	D	\$ 10.019 <u>(2) (3)</u>	59,000	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(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. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options to Acquire Class A Common Stock	\$ 5.91	03/07/2014		<u>C<sup>(1)</sup></u>	3,000	10/29/2005 10/29/2014	Class A Common Stock	3,000	
Options to Acquire Class A Common Stock	\$ 6.16	03/07/2014		<u>C<sup>(1)</sup></u>	3,000	04/30/2009 04/30/2014	Class A Common Stock	3,000	
Options to Acquire Class A Common Stock	\$ 8.56	03/07/2014		<u>C<sup>(1)</sup></u>	3,000	07/29/2012 07/29/2017	Class A Common Stock	3,000	

Options to Acquire Class A Common Stock	\$ 8.97	03/07/2014	C <sup>(1)</sup>	3,000	01/31/2013	01/31/2018	Class A Common Stock	3,000
Options to Acquire Class A Common Stock	\$ 8.6	03/07/2014	C <sup>(1)</sup>	3,000	01/31/2014	01/31/2019	Class A Common Stock	3,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JARVIS JOHN 470 EAST PACES FERRY ROAD ATLANTA, GA 30305		X		

## Signatures

Dr. John Jarvis                      03/11/2014

\*\*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) On March 7, 2014, the Reporting Person converted 15,000 options into an equal number of shares of Class A Common Stock.
- (2) Represents the weighted average sales price for price increments ranging from \$10.00 to \$10.08.

- The Reporting Person undertakes to provide, upon request from the Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price for all transactions reported on this Form 4.

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.