

EDENFIELD J MICHAEL

Form 4

March 20, 2018

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
EDENFIELD J MICHAEL

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)

470 EAST PACES FERRY RD

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/16/2018

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

ATLANTA, GA 30305

(City) (State) (Zip)

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
___ Form filed by More than One Reporting
Person

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 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/16/2018		M ⁽¹⁾		13,417	A	\$ 9.67 429,170
Common Stock	03/16/2018		S ⁽²⁾		13,417	D	\$ 12.87 415,753
Common Stock	03/19/2018		M ⁽³⁾		10,000	A	\$ 9.67 425,753
Common Stock	03/19/2018		S ⁽⁴⁾		10,000	D	\$ 12.75 415,753

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option	\$ 9.67	03/16/2018		M ⁽⁵⁾	13,417	07/14/2015 ⁽⁶⁾ 07/14/2020	Common Stock 13,417
Stock Option	\$ 9.67	03/19/2018		M ⁽³⁾	10,000	07/14/2015 ⁽⁶⁾ 07/14/2020	Common Stock 10,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other

EDENFIELD J MICHAEL
470 EAST PACES FERRY RD
ATLANTA, GA 30305

Signatures

J. Michael
Edenfield 03/20/2018

**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 16, 2018 the Reporting Person converted 13,417 options into an equal number of shares of Class A Common Stock.
- (2) On March 16, 2018, the Reporting Person sold 13,417 shares of Class A Common stock.
- (3) On March 19, 2018, the Reporting Person converted 10,000 options into an equal number of shares of Class A Common Stock.
- (4) On March 19, 2018, the Reporting Person sold 10,000 shares of Class A Common stock.
- (5) On March 16, 2018, the Reporting Person converted 13,417 options into an equal number of shares of Class A Common Stock.

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- (6) Vests 28,000 share(s) on 14-Jul-2015, 28,000 share(s) on 14-Jul-2016, 28,000 share(s) on 14-Jul-2017, 28,000 share(s) on 14-Jul-2018, 28,000 share(s) on 14-Jul-2019

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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