

EDENFIELD J MICHAEL

Form 4

February 28, 2019

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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(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)
02/27/2019

____ 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 (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 Ownership Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	02/27/2019		M ⁽¹⁾		10,000	A	\$ 8.81	425,723 D
Common Stock	02/27/2019		M ⁽²⁾		4,905	A	\$ 9.67	430,628 D
Common Stock	02/27/2019		S ⁽³⁾		10,000	D	\$ 11.6605	420,628 D
Common Stock	02/27/2019		S ⁽⁴⁾		4,905	D	\$ 11.6605	415,723 D

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

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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
Stock Option	\$ 9.67	02/27/2019		M ⁽²⁾	4,905	⁽⁵⁾ 07/14/2020	Common Stock	4,905
Stock Option	\$ 8.81	02/27/2019		M ⁽¹⁾	10,000	⁽⁶⁾ 05/28/2021	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 02/28/2019

**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 February 27, 2019, the Reporting Person converted 10,000 options into an equal number of shares of Class A Common Stock.

(2) On February 27, 2019, the Reporting Person converted 4,905 options into an equal number of shares of Class A Common Stock.

(3) On February 27, 2019, the Reporting Person sold 10,000 shares of Class A Common stock.

(4) On February 27, 2019, the Reporting Person sold 4,905 shares of Class A Common stock.

(5) 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

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- (6) Vests 30,000 share(s) on 28-May-2016, 30,000 share(s) on 28-May-2017, 30,000 share(s) on 28-May-2018, 30,000 share(s) on 28-May-2019, 30,000 share(s) on 28-May-2020

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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