ASURE SOFTWARE INC

Form 4

December 08, 2014

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

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

Issuer

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Form 4 or

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

Symbol

1(b).

(Print or Type Responses)

Wolfe Charles Bradford

1. Name and Address of Reporting Person *

		AS	ASURE SOFTWARE INC [ASUR]				(Check all applicable)				
(Last)	(First)	(Middle) 3. D	3. Date of Earliest Transaction					upp	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		
(Mon			Month/Day/Year) 12/04/2014				Director 10% Owner X Officer (give title Other (specify below)				
	(Street)			mendment, Date Original				6. Individual or Joint/Group Filing(Check			
AUSTIN, T	TX 78739	File	Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table I - Non-	Derivativo	e Secu	rities A	equired, Dispose	d of, or Benef	icially Owned		
1.Title of Security (Instr. 3) Asure Software,	2. Transaction Da (Month/Day/Year		Code ear) (Instr. 8)	or(A) or D (D)	4 and (A) or	ed of	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)		
Inc. Common Stock (\$0.01 par value)	12/04/2014		P	1,000	A	\$ 5.52	3,905	I	By JRW Capital LLC		
Asure Software, Inc. Common Stock	12/05/2014		P	1,000	A	\$ 5.68	4,905	I	By JRW Capital LLC		

2. Issuer Name and Ticker or Trading

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(\$0.01 par value)									
Asure Software, Inc. Common Stock (\$0.01 par value)	12/05/201	4	Р	1,000	A	\$ 5.66	5,905	I	By Lone Wolf, LLC
Asure Software, Inc. Common Stock (\$0.01 par value)	12/05/201	.4	P	1,000	A	\$ 5.6	6,905	I	By Wolfe Investments, LLC
Asure Software, Inc. Common Stock (\$0.01 par value)	12/08/201	.4	Р	1,000	A	\$ 5.46	7,905	I	By Wolfe Investments, LLC
Asure Software, Inc. Common Stock (\$0.01 par value)	12/08/201	.4	Р	1,000	A	\$ 5.47	8,905	I	By JRW Capital LLC
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)
			ive Securities Acqu ts, calls, warrants,						
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)	Code	tion (5. Number Derivative Securities Acquired (or Dispose (D)	e Ez (N (A)	Date Exercisable and expiration Date Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)

(Instr. 3, 4, and 5)

(A)

(D)

Code V

Title

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					Date	Expiration		Amount
					Exercisable	Date		or
								Number of Shares
Employee Stock Options (Right to Buy)	\$ 5.23	11/19/2014	A	60,000	<u>(1)</u>	11/19/2019	Common Stock (\$0.01 par value)	60,000

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Wolfe Charles Bradford 12504 ALCONZA DR. AUSTIN, TX 78739

Chief Financial Officer

Signatures

/s/ Charles Bradford Wolfe 12/08/2014

**Signature of Reporting Date
Person

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).
- Such options shall vest over a 4 year period following issuance such that 25% of the shares shall vest on 11/19/2015 and an additional 6.25% shall vest each three (3) months thereafter.

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.

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