

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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	02/27/2019		M <sup>(1)</sup>		10,000	A	\$ 8.81	425,723 D
Common Stock	02/27/2019		M <sup>(2)</sup>		4,905	A	\$ 9.67	430,628 D
Common Stock	02/27/2019		S <sup>(3)</sup>		10,000	D	\$ 11.6605	420,628 D
Common Stock	02/27/2019		S <sup>(4)</sup>		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 <sup>(2)</sup>	4,905	<sup>(5)</sup> 07/14/2020	Common Stock	4,905
Stock Option	\$ 8.81	02/27/2019		M <sup>(1)</sup>	10,000	<sup>(6)</sup> 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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