

AMERICAN SOFTWARE INC  
 Form 3  
 March 24, 2017

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â DOW H ALLAN		(Month/Day/Year)	AMERICAN SOFTWARE INC [AMSWA]	
(Last)	(First)	(Middle)	03/03/2017	
470 EAST PACES FERRY RD			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
ATLANTA,Â GAÂ 30305			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			President	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common Stock	46,154	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

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				Shares		(I) (Instr. 5)	
Stock Options	Â (1)	11/21/2017	Class A Common Stock	70,000	\$ 8.18	D	Â
Stock Options	Â (2)	12/19/2018	Class A Common Stock	56,000	\$ 7.96	D	Â
Stock Options	Â (3)	12/19/2019	Class A Common Stock	30,000	\$ 9.79	D	Â
Stock Options	Â (4)	08/26/2021	Class A Common Stock	24,000	\$ 8.54	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DOW H ALLAN 470 EAST PACES FERRY RD ATLANTA, GA 30305	Â	Â	Â President	Â

## Signatures

/s/ H. Allan Dow                      03/24/2017  
 \*\*Signature of                      Date  
 Reporting Person

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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) The option is exercisable in five equal annual installments. The first installment became exercisable on November 21, 2012, and the next four installments became exercisable on November 21, 2013, November 21, 2014, November 21, 2015 and November 21, 2016.  
 The option is exercisable in five equal annual installments. The first installment became exercisable on December 19, 2013, and the next three installments became exercisable on December 19, 2014, December 19, 2015 and December 19, 2016. The last installment becomes exercisable on December 19, 2017.
  - (2) The option is exercisable in five equal annual installments. The first installment became exercisable on December 19, 2014, and the next two installments became exercisable on December 19, 2015 and December 19, 2016. The remaining installments become exercisable on December 19, 2017 and December 19, 2018.
  - (3) The option is exercisable in five equal annual installments. The first installment became exercisable on August 26, 2016. The remaining installments become exercisable on August 26, 2017, August 26, 2018, August 26, 2019 and August 26, 2020.

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.