#### Edgar Filing: ASURE SOFTWARE INC - Form 4

Form 4	TWARE INC												
July 10, 2017	SECUR Was		OMB AF OMB Number:	PROVAL 3235-0287									
Check thi if no long subject to Section 1 Form 4 o Form 5 obligation may cont <i>See</i> Instru 1(b).	6. Filed pu ns inue.	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									January 31 2005 average rs per 0.5		
(Print or Type F	Responses)												
			2. Issuer Name <b>and</b> Ticker or Trading Symbol ASURE SOFTWARE INC [ASUR]						5. Relationship of Reporting Person(s) to Issuer				
(Last) 12504 ALC	3. Date of (Month/Da 07/06/20	Earliest ay/Year	t Tra		. [110	υĸj	(Check all applicable) <u></u> Director <u></u> 10% Owner <u></u> Officer (give title <u></u> Other (specify below) Chief Financial Officer						
AUSTIN, T	(Street) X 78739		4. If Amer Filed(Mon			-			6. Individual or Jo Applicable Line) _X_ Form filed by O Form filed by M Person	One Reporting Pe	rson		
(City)	(State)	(Zip)	Table	e I - Noi	n-De	erivative S	ecurit	ies Acq	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	Transaction Date 2A. Deemed			3. 4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
Asure Software, Inc. Common Stock (\$0.01 par value)	07/06/2017			M	v	37,500	. ,	\$ 5.23	66,405	D			
Asure Software, Inc. Common Stock	07/06/2017			М		7,504	A	\$ 5.76	73,909	D			

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(\$0.01 par value)								
Asure Software, Inc. Common Stock (\$0.01 par value)	07/06/2017	М	3,334	A	\$ 5.31	77,243	D	
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.								

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## 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)	<ul> <li>4. 5. Number of TransactiorDerivative Code Securities</li> <li>(Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)</li> </ul>		6. Date Exer Expiration D (Month/Day,	Date	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
Employee Stock Options (Right to Buy)	\$ 5.23	07/06/2017		М	37,500	<u>(1)</u>	11/19/2019	Common Stock (\$0.01 par value)	37,500
Employee Stock Options (Right to Buy)	\$ 5.76	07/06/2017		М	7,504	(2)	03/31/2020	Common Stock (\$0.01 par value)	7,504
Employee Stock Options (Right to Buy)	\$ 5.31	07/06/2017		М	3,334	<u>(3)</u>	04/12/2021	Common Stock (\$0.01 par value)	3,334
Employee Stock Options	\$ 9.86					<u>(4)</u>	04/06/2022	Common Stock (\$0.01	15,000

(Right to Buy)

### **Reporting Owners**

**Reporting Owner Name / Address** 

Relationships

Chief Financial Officer

Director 10% Owner Officer

Other

Wolfe Charles Bradford 12504 ALCONZA DR AUSTIN, TX 78739

## Signatures

/s/ Charles Bradford 07/10/2017 Wolfe

\*\*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) 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.
- Such options shall vest over a 3 year period following issuance such that 1/3 of the shares shall vest on 3/31/2016 and an additional 8.33% shall vest each three (3) months thereafter.
- (3) Such options shall vest over a 3 year period following issuance such that 1/3 of the shares shall vest on 4/12/2017 and an additional 8.33% shall vest each three (3) months thereafter.
- (4) Such options shall vest over a 4 year period following issuance such that 25% of the shares shall vest on each of the first, second, third and fourth anniversaries of the grant date.

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.

par value)