#### ASURE SOFTWARE INC

Form 4 July 10, 2017

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average

**OMB APPROVAL** 

burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

may continue. See Instruction

1. Name and Address of Reporting Person \*

1(b).

Stock

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

(Print or Type Responses)

Wolfe Charles Bradford			Symbol ASURE SOFTWARE INC [ASUR]					Issuer				
(Last)	(First) (N	Middle) 3. I	3. Date of Earliest Transaction			(Check all applicable)						
12504 ALCONZA DR			(Month/Day/Year) 07/06/2017						Director 10% Owner Officer (give title Other (specify below) Chief Financial Officer			
(Street)			4. If Amendment, Date Original						6. Individual or Joint/Group Filing(Check			
ALICTINI T	File	Filed(Month/Day/Year)						Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
AUSTIN, T	A 10139								Person		-	
(City)	(State)	(Zip)	Table	I - Non	-De	erivative S	ecurit	ies Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)			3. Transac Code (Instr. 8	8)	4. Securition(A) or Dis (Instr. 3, 4)	posed	of (D)	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		37,500	A	\$ 5.23	66,405	D		
Asure Software, Inc. Common	07/06/2017			M		7,504	A	\$ 5.76	73,909	D		

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(\$0.01 par value)

Asure
Software,
Inc.
Common 07/06/2017 M 3,334 A \$ 77,243 D
Stock
(\$0.01 par value)

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. Transactic Code (Instr. 8)	5. Number of Derivative Securities Acquired (A or Disposed (D) (Instr. 3, 4, and 5)	Expiration (Month/Da		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		M	37,5	00 (1)	11/19/2019	Common Stock (\$0.01 par value)	37,500
Employee Stock Options (Right to Buy)	\$ 5.76	07/06/2017		M	7,50	14 <u>(2)</u>	03/31/2020	Common Stock (\$0.01 par value)	7,504
Employee Stock Options (Right to Buy)	\$ 5.31	07/06/2017		M	3,33	4 (3)	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 par value)
Buy)

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Wolfe Charles Bradford 12504 ALCONZA DR AUSTIN, TX 78739

Chief Financial Officer

## **Signatures**

/s/ Charles Bradford Wolfe

07/10/2017

\*\*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.
- (2) 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.

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