DOW H ALLAN Form 4

September 22, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 32

Number: 3235-0287

January 31,

OMB APPROVAL

Expires: 2005
Estimated average

Estimated average burden hours per response... 0.5

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * DOW H ALLAN			2. Issuer Name and Ticker or Trading Symbol AMERICAN SOFTWARE INC [AMSWA]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) 470 EAST PA	(First) CES FERRY	(Middle) Y ROAD	3. Date of Earliest Transaction (Month/Day/Year) 09/20/2017	Director 10% Owner Officer (give title below) Delow) President		
(Street)			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		
ATLANTA, 2	Q 30305			Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tak	ole I - Non-	Derivative S	Secur	ities Acquir	ed, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securition Dispose (Instr. 3, 4	ed 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)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	09/20/2017		M(1)	13,938	A	\$ 8.18	33,628	D	
Common Stock	09/20/2017		S	13,938	D	\$ 10.8718 (2)	19,690	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)

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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)	4. Transactio Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D)	Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Option	\$ 8.18	09/20/2017		M(1)	13,938	11/21/2011(3)	11/21/2017	Common Stock	13,93

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

DOW H ALLAN 470 EAST PACES FERRY ROAD ATLANTA, 2Q 30305

President

Signatures

Harold A Dow 09/20/2017

**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) On September 20, 2017, the Reporting Person converted 13,938 options into an equal number of shares of Class A Common Stock.
- (2) The Reporting Person undertakes to provide, upon request by the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each price for all transactions reported on this Form 4.
- (3) Vests 14,000 share(s) on 21-Nov-2012, 14,000 share(s) on 21-Nov-2013, 14,000 share(s) on 21-Nov-2014, 14,000 share(s) on 21-Nov-2015, 14,000 share(s) on 21-Nov-2016

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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