### Edgar Filing: NEWBERRY THOMAS L - Form 4

	THOMAS L									
Form 4 December 19	2006									
	OMB APPROVAL									
FORM	<b>4</b> UNITED S	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								
Check this if no longe subject to Section 16 Form 4 or Form 5 obligation may contin <i>See</i> Instruct 1(b).	Filed purs Section 17(a									
(Print or Type R	esponses)									
NEWBERRY THOMAS L			2. Issuer Name <b>and</b> Ticker or Trading Symbol AMERICAN SOFTWARE INC [AMSWA]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 470 EAST P.	(First) (M ACES FERRY R	Date of Earliest Transaction Month/Day/Year) 2/14/2006				X_ Director 10% Owner Officer (give title Other (specify below) below)				
ΔΤΙ ΔΝΤΔ	(Street) 4. If Ame Filed(Mon						<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
							Person			
(City)	(State) (2	Zip)	Table I - Non-D	erivative S	ecurit	ies Acq	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution D any (Month/Day	ate, if Transactio Code	Transaction(A) or Disposed of Code (D)			SecuritiesBeneficiallyOwnedFollowingReportedTransaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Class A Common Stock			Code V	Amount	(D)	Price	(Instr. 3 and 4) 41,225	D		
Class B Stock	12/14/2006		S	13,000 (3)	D	\$ 7.7	1,139,737	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)	4. 5. TransactionNumber Code of (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				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
Options to Acquire Class A Common Stock	\$ 1.45 <u>(1)</u>					04/30/1998 <u><sup>(2)</sup></u>	10/31/2012	Class A Common Stock	110,000

## **Reporting Owners**

Reporting Owner Name / AddressRelationshipsDirector10% OwnerOfficerOtherNEWBERRY THOMAS L470 EAST PACES FERRY ROADXVVATLANTA, GA 30305XVVV

# Signatures

Thomas L. 12/18/2006 Newberry

<u>\*\*</u>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) Exercise prices range from \$1.45 to \$11.75.
- (2) Range of exercisable dates.
- (3) Converted to Class A at time of sale.

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.