

AMERICAN SOFTWARE INC  
Form 8-K  
August 19, 2010

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 OR 15(d) of The  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) August 16, 2010

**AMERICAN SOFTWARE, INC.**

(Exact name of registrant as specified in its charter)

Georgia  
(State or Other Jurisdiction  
of Incorporation)

0-12456  
(Commission  
File Number)

58-1098795  
(IRS Employer  
Identification No.)

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470 East Paces Ferry Road, N.E.

Atlanta, Georgia  
(Address of principal executive offices)

Registrant's telephone number, including area code (404) 261-4381

30305  
(Zip Code)

(Former name or former address, if changed since last report) Not Applicable.

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.07. Submission of Matters to a Vote of Security Holders.**

On August 16, 2010, at the Annual Meeting of Shareholders of American Software, Inc. (the Company), the shareholders of the Company voted on the following proposals with the following results:

1. The following persons were duly elected directors of the Company:

	<b>Votes For</b>	<b>Votes Against</b>	<b>Votes Withheld</b>	<b>Broker Non-Votes</b>
<b>CLASS A DIRECTORS</b>				
W. Dennis Hogue	13,797,464	0	871,988	6,757,828
John J. Jarvis	13,521,979	0	1,147,473	6,757,828
James B. Miller, Jr.	13,696,181	0	973,271	6,757,828
<b>CLASS B DIRECTORS</b>				
James C. Edenfield	2,747,086	0	0	0
J. Michael Edenfield	2,747,086	0	0	0
Thomas L. Newberry	2,747,086	0	0	0
Thomas L. Newberry, V	2,747,086	0	0	0

2. The proposal to approve the adoption of the Company's 2011 Equity Compensation Plan was approved as follows:

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstentions</b>	<b>Broker Non-Votes</b>
3,343,031	834,873	36,127	6,757,828

3. The proposal to ratify the appointment of KPMG LLP as the Company's independent registered public accounting firm for the fiscal year ending April 30, 2010 was approved as follows:

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstentions</b>	<b>Broker Non-Votes</b>
4,785,610	99,216	4,580	4,075

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AMERICAN SOFTWARE, INC.

Dated: August 16, 2010

By: /s/ Vincent C. Klinges  
Name: Vincent C. Klinges  
Title: Chief Financial Officer