

TYLER TECHNOLOGIES INC
Form 4
October 28, 2014

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
YEAMAN JOHN M

2. Issuer Name **and** Ticker or Trading
Symbol
TYLER TECHNOLOGIES INC
[TYL]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
5101 TENNYSON PARKWAY
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
10/28/2014

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Chairman of the Board

PLANO, TX 75024

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	10/28/2014		S		15,000	D	\$ 105.67	335,293	D ⁽¹⁾
Common Stock	10/28/2014		M		29,810	A	<u>2</u>	365,103	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Date of Acquisition or Disposition (Instr. 3, 4, and 5)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Option	\$ 12.26	10/28/2014		M	2,000	(3) 06/15/2017	Common Stock	2,000
Option	\$ 14.93	10/28/2014		M	5,000	(4) 12/14/2017	Common Stock	5,000
Option	\$ 15	10/28/2014		M	22,810	(5) 05/15/2018	Common Stock	22,810

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
YEAMAN JOHN M 5101 TENNYSON PARKWAY PLANO, TX 75024	X Chairman of the Board

Signatures

/s/ John M. Yeaman 10/28/2014

**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) Includes 7,300 shares held in a foundation in which Mr. Yeaman is deemed to have shared voting power.
Acquired as follows: (a) 22,810 shares acquired through the exercise of stock options with an exercise price of \$15.00 per share; (b) 5,000 shares acquired through the exercise of stock options with an exercise price of \$14.93 per share; and (c) 2,000 shares acquired through the exercise of stock options with an exercise price of \$12.26 per share.
- (2) Grant has a graded vesting schedule from June 15, 2008 through June 15, 2010. Date exercisable will vary with each vesting tranche.
- (3) Grant has a graded vesting schedule from December 14, 2008 through December 14, 2010. Date exercisable will vary with each vesting tranche.
- (4) Grant has a graded vesting schedule from May 15, 2009 through May 15, 2011. Date exercisable will vary with each vesting tranche.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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