

PICKUP RICHARD H/
Form 3
March 09, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

| | | | | |
|-------------------------------------------|---------|--------------------------------------|------------------------------------------------------------------------|------------------------------------------------------|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â PICKUP RICHARD H/ | | (Month/Day/Year) | EPICOR SOFTWARE CORP [EPIC] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 02/25/2009 | | |
| 18200 VON KARMAN AVENUE,Â SUITE 1000 | | | (Check all applicable) | |
| (Street) | | | <input checked="" type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| | | | <input type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| IRVINE,Â CAÂ 92612 | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|-------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| Common Stock | 54,300 | D | Â |
| Common Stock | 500,000 | I | See footnote ⁽¹⁾ |
| Common Stock | 88,750 | I | See footnote ⁽²⁾ |
| Common Stock | 900 | I | See footnote ⁽³⁾ |
| Common Stock | 300,000 | I | See footnote ⁽⁴⁾ |
| Common Stock | 1,315,000 | I | See footnote ⁽⁵⁾ |
| Common Stock | 860,000 | I | See footnote ⁽⁶⁾ |
| Common Stock | 211,500 | I | See footnote ⁽⁷⁾ |

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|-----------------------------------------------|----------------------------------------------------------------|--------------------------------------------------------------------------------------|--------------------------------------------------------------------|------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|
| | Date Exercisable | Expiration Date | | | |
| | | Title | Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------------------------------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| PICKUP RICHARD H/ 18200 VON KARMAN AVENUE SUITE 1000 IRVINE, CA 92612 | Â X | Â | Â | Â |

Signatures

/s/ John D. Ireland, Attorney
in Fact 03/09/2009

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) This amount reflects the amount of issuer's securities held by Pickup Family Trust, of which Mr. Pickup is the sole trustee and a co-beneficiary with his spouse. Mr. Pickup disclaims, however, for purposes of Section 16 of the Securities Exchange Act of 1934 (the "Act"), beneficial ownership of such securities, except to the extent of his indirect pecuniary interest therein.
- (2) This amount reflects the amount of the issuer's securities held by Mr. Pickup's spouse. Mr. Pickup disclaims, however, for purposes of Section 16 of the act, beneficial ownership of such securities, except to the extent of his indirect pecuniary interest therein.
- (3) This amount reflects the amount of the issuer's securities held by Gamebusters, Inc., a corporation all of the issued and outstanding equity securities of which are owned by Pickup Family Trust (see footnote (1) above). Mr. Pickup disclaims, however, for the purposes of Section 16 of the Act, beneficial ownership of such securities, except to the extent of his indirect pecuniary interest therein.
- (4) This amount reflects the amount of the issuer's securities held by TB Funds, LLC, a limited liability company approximately 38.12% of the membership interests in which are owned by Pickup Family Trust (see footnote (1) above). Mr. Pickup disclaims, however, for purposes of Section 16 of the Act, beneficial ownership of such securities, except to the extent of his indirect pecuniary interest therein.
- (5) This amount reflects the amount of the issuer's securities held by Dito Caree LP, a limited partnership the general partner of which is Gamebusters, Inc (see footnote (3) above) and the limited partners of which are two charitable remainder trusts of which Mr. Pickup and his spouse are the current primary beneficiaries. Mr. Pickup disclaims, however, for the purposes of Section 16 of the Act, beneficial ownership of such securities, except to the extent of his indirect pecuniary interest therein.
- (6) This amount reflects the amount of the issuer's securities held by Dito Devcar LP, a limited partnership the general partner of which is Gamebusters, Inc. (see footnote (3) above) and the limited partners of which are two charitable remainder trusts of which Mr. Pickup and

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his spouse are the current primary beneficiaries. Mr. Pickup disclaims, however, for the purposes of Section 16 of the Act, beneficial ownership of such securities, except to the extent of his indirect pecuniary interest therein.

- (7) This amount reflects the amount of issuer's securities held by Pickup Charitable Unitrust I and Pickup Charitable Unitrust II, each of which is an inter vivos charitable remainder trust of which Mr. Pickup and his spouse are current income beneficiaries. Mr. Pickup disclaims, however, for purposes of Section 16 of the Act, beneficial ownership of such securities, except to the extent of his indirect pecuniary interest therein.

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.