

TYLER TECHNOLOGIES INC
Form 4
June 16, 2014

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
RICHARDS MICHAEL D

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)

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

Director 10% Owner
 Officer (give title below) Other (specify below)

5010 TENNYSON PARKWAY

06/13/2014

(Street)

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

PLANO, TX 75024

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or Price (D) | | |
| Common Stock | 06/13/2014 | | M | | 1,667 A \$ 17.16 (1) | 51,667 | D |
| Common Stock | 06/13/2014 | | S | | 1,667 D \$ 80.24 | 50,000 | D |
| Common Stock | 06/13/2014 | | M | | 3,334 A \$ 24.7 (2) | 53,334 | D |
| Common Stock | 06/13/2014 | | S | | 3,334 D \$ 80.42 | 50,000 | D |
| Common Stock | 06/13/2014 | | M | | 3,333 A \$ 37.44 | 53,333 | D |

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| | | | | | | (3) | | |
|--------------|------------|--|---|-------|---|----------|--------|---|
| Common Stock | 06/13/2014 | | S | 3,333 | D | \$ 80.37 | 50,000 | D |
| Common Stock | 06/13/2014 | | M | 5,000 | A | \$ 64.95 | 55,000 | D |
| Common Stock | 06/13/2014 | | S | 5,000 | D | \$ 80.63 | 50,000 | D |

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

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(9-02)

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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Option | \$ 17.16 | 06/13/2014 | | M | 1,667 | 05/13/2013 06/13/2014 ⁽⁶⁾ | Common Stock | 1,667 |
| Option | \$ 24.7 | 06/13/2014 | | M | 3,334 | ⁽⁵⁾ 06/13/2014 ⁽⁶⁾ | Common Stock | 3,334 |
| Option | \$ 37.44 | 06/13/2014 | | M | 3,333 | 05/10/2014 06/13/2014 ⁽⁶⁾ | Common Stock | 3,333 |
| Option | \$ 64.95 | 06/13/2014 | | M | 5,000 | 05/09/2014 06/13/2014 ⁽⁶⁾ | Common Stock | 5,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| RICHARDS MICHAEL D 5010 TENNYSON PARKWAY | X | | | |

PLANO, TX 75024

Signatures

/s/ Michael D.
Richards

06/16/2014

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) Acquired through the exercise of stock options with an exercise price of \$17.16 per share
- (2) Acquired through the exercise of stock options with an exercise price of \$24.70 per share
- (3) Acquired through the exercise of stock options with an exercise price of \$37.44 per share
- (4) Acquired through the exercise of stock options with an exercise price of \$64.95 per share
- (5) 1,667 options vested on each of May 10, 2013 and 2014
- (6) Mr. Richards tenure on the Tyler Technologies Board of Directors expired on May 14, 2014. Under the terms of the Tyler Technologies Stock Option Plan, Mr. Richards's options terminated 30 days thereafter, or June 13, 2014.

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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