

TYLER TECHNOLOGIES INC
Form 4
October 28, 2015

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 *
WOMBLE DUSTIN R

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

PLANO, TX 75024

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
10/26/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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	10/26/2015		M		40,000 A \$ 15 ⁽¹⁾	244,451	D ⁽²⁾
Common Stock	10/26/2015		S		40,000 D \$ 172.18	204,451	D ⁽²⁾
Common Stock	10/27/2015		M		1,100 A \$ 15 ⁽¹⁾	205,551	D ⁽²⁾
Common Stock	10/27/2015		S		1,100 D \$ 172.45	204,451	D ⁽²⁾
Common Stock	10/27/2015		M		6,666 A \$ 15 ⁽¹⁾	211,117	D ⁽²⁾

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Common Stock	10/27/2015	M	5,000	A	\$ <u>16.33</u> ⁽³⁾	216,117	D <u>(2)</u>
Common Stock	10/27/2015	M	955	A	\$ <u>19.2</u> ⁽⁴⁾	217,072	D <u>(2)</u>
Common Stock	10/27/2015	M	6,020	A	\$ <u>16.61</u> ⁽⁵⁾	223,092	D <u>(2)</u>
Common Stock	10/28/2015	M	23,900	A	\$ <u>15</u> ⁽¹⁾	246,992	D <u>(2)</u>
Common Stock	10/28/2015	S	23,900	D	\$ <u>172.25</u>	223,092	D <u>(2)</u>

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. 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	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option	\$ 15	10/26/2015		M		<u>(6)</u>	05/15/2018	Common Stock	40,000
Option	\$ 15	10/27/2015		M		<u>(6)</u>	05/15/2018	Common Stock	7,766
Common Stock	\$ 16.33	10/27/2015		M		<u>(6)</u>	06/15/2019	Common Stock	5,000
Option	\$ 19.2	10/27/2015		M		<u>(6)</u>	12/15/2019	Common Stock	955
Option	\$ 16.61	10/27/2015		M		<u>(6)</u>	06/15/2020	Common Stock	6,020
Option	\$ 15	10/28/2015		M		<u>(6)</u>	05/15/2018	Common Stock	23,900

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WOMBLE DUSTIN R 5101 TENNYSON PARKWAY PLANO, TX 75024	X		Executive Vice President	

Signatures

/s/ Dustin R.
Womble

10/28/2015

__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 \$15.00 per share.
- (2) Includes 150 shares held in a trust for the benefit of Mr. Womble's minor children, a trust in which Mr. Womble is deemed to have sole voting and investment power.
- (3) Acquired through the exercise of stock options with an exercise price of \$16.33 per share.
- (4) Acquired through the exercise of stock options with an exercise price of \$19.20 per share.
- (5) Acquired through the exercise of stock options with an exercise price of \$16.61 per share.
- (6) Option has graded vesting. 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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