

ASURE SOFTWARE INC  
Form 8-K  
April 25, 2017

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

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FORM 8-K

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CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report: April 25, 2017  
(Date of earliest event reported)

Asure Software, Inc.  
(Exact name of registrant as specified in its charter)

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|--|--|--|
| <u>Delaware</u><br>(State or other jurisdiction<br>of incorporation) | <u>0-20008</u><br>(Commission File Number) | <u>74-2415696</u><br>(IRS Employer<br>Identification Number) |
|--|--|--|

|  |                            |
|--|----------------------------|
| <u>110 Wild Basin Rd., Suite 100, Austin, TX</u><br>(Address of principal executive offices) | <u>78746</u><br>(Zip Code) |
|--|----------------------------|

512-437-2700  
(Registrant's telephone number, including area code)

Not Applicable  
(Former Name or Former Address, if changed since last report)

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))

Indicate by  
check mark  
whether the  
registrant is

an emerging  
growth  
company as  
defined in  
Rule 405 of  
the  
Securities  
Act of 1934  
(§240.12b-2  
of this  
chapter).

If an  
emerging  
growth  
company,  
indicate by  
check mark  
if the  
registrant  
has elected  
not to use  
the extended  
transition  
period for  
complying  
with any  
new or  
revised  
financial  
accounting  
standards  
provided  
pursuant to  
Section  
13(a) of the  
Exchange  
Act.

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

On April 25, 2017, holders of a majority of the issued and outstanding shares of our common stock acted by written consent pursuant to a solicitation of consents mailed on or about March 31, 2017 (and in lieu of a holding a special meeting of stockholders) to approve an amendment of our Fourth Amended and Restated Certificate of Incorporation, as amended, to increase the total number of our authorized shares of capital stock from 12,500,000 to 23,500,000 and our authorized shares of common stock from 11,000,000 to 22,000,000.

The results of the vote are as follows:

| FOR       | AGAINST | ABSTAIN |
|-----------|---------|---------|
| 4,522,437 | 63,491  | 3,056   |

SIGNATURE

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.

ASURE SOFTWARE,  
INC.

Dated: April 25, 2017 By: /s/ Brad Wolfe  
Brad Wolfe  
Chief Financial Officer