

TYLER TECHNOLOGIES INC  
Form 4  
December 05, 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 \*  
WOMBLE DUSTIN R

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)  
12/03/2014

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

PLANO, TX 75024  
(City) (State) (Zip)

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

**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 or Price   |  |                                   |
| Common Stock                    | 12/03/2014                           |  | M                              |   | \$ 15 <sup>(1)</sup> 212,768  | D <sup>(2)</sup>   |                                   |
| Common Stock                    | 12/03/2014                           |  | S                              |   | \$ 111.42 205,371   | D <sup>(2)</sup>   |                                   |
| Common Stock                    | 12/03/2014                           |  | G <sup>(5)</sup>               |   | \$ 110.56 <sub>(3)</sub> 204,239  | D <sup>(2)</sup>   |                                   |
| Common Stock                    | 12/04/2014                           |  | M                              |   | \$ 15 <sup>(1)</sup> 220,176  | D <sup>(2)</sup>   |                                   |
| Common Stock                    | 12/04/2014                           |  | S                              |   | \$ 110.33 204,239   | D <sup>(2)</sup>   |                                   |

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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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Option                                     | \$ 15  | 12/03/2014                           |  | M                              | 7,397   | <sup>(4)</sup> 05/15/2018                                | Common Stock  | 7,397                         |
| Option                                     | \$ 15  | 12/04/2014                           |  | M                              | 15,937  | <sup>(4)</sup> 05/15/2018                                | Common Stock  | 15,937                        |

## Reporting Owners

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

## Signatures

/s/ Dustin R.  
Womble

12/05/2014

\*\*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.
- (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) Represents the average high and low price of Tyler common stock as reported by the NYSE on December 3, 2014.
- (4) Option grant has graded vesting schedule from May 15, 2009 through May 15, 2013. Date exercisable will vary for each vesting tranche.

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(5) Shares gifted to Mr. Womble's charitable gift trust.

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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