

TYLER TECHNOLOGIES INC
Form 4
December 16, 2013

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 *
MILLER BRIAN K

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)
12/12/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive VP and CFO

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount (A) or (D) Price | | |
| Tyler Technologies Common Stock | 12/12/2013 | | M | | 2,100 A \$ 15 ⁽¹⁾ | 64,001 | D |
| Tyler Technologies Common Stock | 12/12/2013 | | S | | 2,100 D \$ 100.12 | 61,901 | D |
| Tyler Technologies Common Stock | 12/12/2013 | | M | | 20,000 A \$ 14.98 ⁽²⁾ | 81,901 | D |

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Tyler Technologies Common Stock 12/12/2013 S 20,000 D \$ 100.69 61,901 D

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

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SEC 1474 (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) | | | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|------------------|-----------------|---------------------------------|--------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount |
| Option | \$ 15 | 12/12/2013 | | M | | 2,100 | | (3) | 05/15/2018 | Tyler Technologies Common Stock | 2 |
| Option | \$ 14.98 | 12/12/2013 | | M | | 20,000 | | (4) | 06/13/2018 | Tyler Technologies Common Stock | 2 |
| Option | \$ 100.43 | 12/13/2013 | | A | | 19,200 | | (5) | 12/13/2023 | Tyler Technologies Common Stock | 1 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MILLER BRIAN K 5101 TENNYSON PARKWAY PLANO, TX 75024 | | | Executive VP and CFO | |

Signatures

/s/ Brian K.
Miller

12/16/2013

__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) Acquired through the exercise of stock options with an exercise price of \$14.98 per share.
- (3) Options vested at 30,000 per year from May 15, 2009 through May 15, 2013
- (4) Options vested at 4,000 per year from June 13, 2009 through June 13, 2013
- (5) Options vest at 3,840 per year from December 13, 2014 through December 13, 2018

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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