

LEINWEBER LARRY D

Form 4

December 18, 2017

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 *
LEINWEBER LARRY 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)
12/14/2017

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

THE ASCENT GROUP, 78
WATSON STREET

(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

DETROIT, MI 48201

(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 Indirect Ownership (Instr. 4)		
				(A) or (D)	Price				
Common Stock	12/14/2017		S	31,447	D	\$ 180.4353	976,853	I	As Trustee (2)
Common Stock	12/14/2017		S	5,984	D	\$ 180.4353	970,869	I	As Trustee (4)
Common Stock	12/15/2017		S	22,833	D	\$ 181.4252	948,036	I	As Trustee (6)
Common	12/15/2017		S	4,348	D	\$	943,668	I	As

Stock 181.4252 Trustee
(7) (8)

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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V (A) (D)				

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEINWEBER LARRY D THE ASCENT GROUP 78 WATSON STREET DETROIT, MI 48201		X		

Signatures

Larry D. 12/18/2017
 Leinweber

 Date
 **Signature of Reporting Person

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) Reflects the average sales price for the reported transactions (\$180.435300). The shares were sold in multiple transactions at prices ranging from \$180.04 to \$181.12 inclusive. The reporting person will provide the SEC staff, the Issuer, or any security holder of the Issuer, upon request for same, with the full information regarding the number of shares sold at each separate price within the range specified.

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- (2) Includes shares owned directly by the reporting person as trustee for: (a) the Larry D. Leinweber Trust (25,164 shares); and (b) the Leinweber Foundation (6,283 shares). The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

- (3) Reflects the average sales price for the reported transactions (\$180.435300). The shares were sold in multiple transactions at prices ranging from \$180.04 to \$181.12 inclusive. The reporting person will provide the SEC staff, the Issuer, or any security holder of the Issuer, upon request for same, with the full information regarding the number of shares sold at each separate price within the range specified.

- (4) Includes shares owned indirectly by the reporting person's wife, Claudia Babiarz, as trustee for: (a) the Larry D. Leinweber Irrevocable Trust FBO Ashley Leinweber (2,170 shares); (b) the Leinweber Trust FBO Ashley Leinweber (822 shares); (c) the Larry D. Leinweber Irrevocable Trust FBO David Leinweber (2,170 shares); and (d) the Leinweber Trust FBO David Leinweber (822 shares). The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

- (5) Reflects the average sales price for the reported transactions (\$181.425190). The shares were sold in multiple transactions at prices ranging from \$180.00 to \$182.21 inclusive. The reporting person will provide the SEC staff, the Issuer, or any security holder of the Issuer, upon request for same, with the full information regarding the number of shares sold at each separate price within the range specified.

- (6) Includes shares owned directly by the reporting person as trustee for: (a) the Larry D. Leinweber Trust (18,271 shares); and (b) the Leinweber Foundation (4,562 shares). The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

- (7) Reflects the average sales price for the reported transactions (\$181.425190). The shares were sold in multiple transactions at prices ranging from \$180.00 to \$182.21 inclusive. The reporting person will provide the SEC staff, the Issuer, or any security holder of the Issuer, upon request for same, with the full information regarding the number of shares sold at each separate price within the range specified.

- (8) Includes shares owned indirectly by the reporting person's wife, Claudia Babiarz, as trustee for: (a) the Larry D. Leinweber Irrevocable Trust FBO Ashley Leinweber (1,577 shares); (b) the Leinweber Trust FBO Ashley Leinweber (597 shares); (c) the Larry D. Leinweber Irrevocable Trust FBO David Leinweber (1,577 shares); and (d) the Leinweber Trust FBO David Leinweber (597 shares). The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

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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