



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

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 May 16, 2018, we held our 2018 Annual Meeting of Stockholders, at which stockholders voted in favor of the proposals to (i) elect the six directors listed below to hold office until the next annual meeting of stockholders or until their respective successors are duly elected and qualified; (ii) ratify the selection of Marcum LLP as our independent registered public accounting firm for fiscal year 2018; and (iii) approve the Asure Software, Inc. 2018 Incentive Award Plan.

The final voting results for each of these proposals are as follows:

Election of Directors (Item 1):

	Votes For	Votes Withheld	Broker Non-Votes
David Sandberg	6,088,103	1,447,640	2,410,342
Matthew Behrent	6,086,798	1,448,945	2,410,342
Daniel Gill	7,473,155	62,588	2,410,342
Patrick Goepel	6,162,920	1,372,823	2,410,342
Adrian Pertierra	6,113,294	1,422,449	2,410,342
J. Randall Waterfield	6,130,047	1,405,696	2,410,342

Ratification of the Audit Committee's appointment of Marcum LLP as our independent registered public accounting firm for the year ending December 31, 2018 (Item 2):

Votes For	Votes Against	Abstentions	Broker Non-Votes
9,924,599	3,484	18,002	0

Approval of the Asure Software, Inc. 2018 Incentive Award Plan (Item 3):

Votes For	Votes Against	Abstentions	Broker Non-Votes
7,036,367	496,905	2,471	2,410,342

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: May 16, 2018 By: /s/ Kelyn Brannon  
Kelyn Brannon, Chief Financial Officer