MAM SOFTWARE GROUP, INC.

Form 4 July 08, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

January 31, Expires: 2005

OMB APPROVAL

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obligations may continue. See Instruction

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(b).

(City)

Stock

(State)

07/02/2015

(Zip)

| 1. Name and Address of Reporting Person * Lewis William Austin IV | 2. Issuer Name and Ticker or Trading Symbol MAM SOFTWARE GROUP, INC. | 5. Relationship of Reporting Person(s) to Issuer | | | |
|---|---|---|--|--|--|
| | [MAMS] | (Check all applicable) | | | |
| (Last) (First) (Middle) 500 5TH AVENUE SUITE 2240 | 3. Date of Earliest Transaction (Month/Day/Year) 07/02/2015 | X Director 10% Owner Officer (give title below) Other (specification) | | | |
| (Street) NEW YORK, NY 10110 | 4. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | | |
| 10110 | | Person | | | |

| | | 1401 | 01 11011 1 | | occur | res rreq | un cu, Disposeu o | i, or beneficial | ij O mileu |
|------------|---------------------|--------------------|------------|-------------|--------|----------|-------------------|------------------|--------------|
| 1.Title of | 2. Transaction Date | 2A. Deemed | 3. | 4. Securit | ties A | cquired | 5. Amount of | 6. Ownership | 7. Nature of |
| Security | (Month/Day/Year) | Execution Date, if | Transactio | on(A) or Di | spose | d of (D) | Securities | Form: Direct | Indirect |
| (Instr. 3) | | any | Code | (Instr. 3, | 4 and | 5) | Beneficially | (D) or | Beneficial |
| | | (Month/Day/Year) | (Instr. 8) | | | | Owned | Indirect (I) | Ownership |
| | | | | | | | Following | (Instr. 4) | (Instr. 4) |
| | | | | | (4) | | Reported | | |
| | | | | | (A) | | Transaction(s) | | |
| | | | C-J- V | A 4 | or | Price | (Instr. 3 and 4) | | |
| | | | Code V | Amount | (D) | Price | | | |
| Common | 07/02/2015 | | | 3,005 | | \$ | 660 550 | ъ | |

(1)

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

A

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669,553

3.465

D

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of 2. Derivative Conversion Security or Exercise (Instr. 3) Price of Derivative Security | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transacti Code (Instr. 8) | 5. orNumber of Derivative Securities Acquired | | ate | Secur | unt of rlying | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Owne Follo |
|---|---|---------------------------------------|---|---------------------|--------------------|-------|--|---|--|
| · | | | (A) or Disposed | | | | | | Repo |
| | | | of (D) (Instr. 3, 4, and 5) | | | | | | (Instr |
| | | C-1- V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--------------------------------|---------------|-----------|---------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |

Lewis William Austin IV 500 5TH AVENUE SUITE 2240 X NEW YORK, NY 10110

Signatures

/s/ William A.

Lewis IV 07/06/2015

**Signature of Reporting 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) The shares were received as compensation for Mr. Lewis's service as a member of the Board of Directors of the Issuer for the 4th quarter of fiscal year 2015, ending June 30, 2015, pursuant to the Issuer's outside director's equity compensation plan.

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