## Edgar Filing: ULANSKI MARTY A - Form 4

ULANSKI MA Form 4										
October 10, 20	Л								PPROVAL	
-	UNITED	STATES		RITIES A ushington,			COMMISSIO	N OMB Number:	3235-0287 January 31,	
Check this l if no longer		STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF								
subject to Section 16. Form 4 or Form 5			SECUR	Estimated burden hou response	urs per					
obligations may continu <i>See</i> Instruct 1(b).	ue. Section 17(	a) of the	Public U		ding Con	npany Act	nge Act of 1934, of 1935 or Secti 940			
(Print or Type Res	sponses)									
1. Name and Address of Reporting Person <u>*</u> ULANSKI MARTY A			2. Issuer Name <b>and</b> Ticker or Trading Symbol MANATRON INC [(MANA)]			-	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (1	Middle)				(Che	eck all applicabl	e)		
MANATRON MILHAM AV	(induc)	3. Date of Earliest Transaction (Month/Day/Year) 10/05/2006				Director 10% Owner Officer (give title Other (specify below) below) ExVP SIs & Bus Dev & GRM Impl				
PORTAGE, M	4. If Amendment, Date Original Filed(Month/Day/Year)			1	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Tab	ole I - Non-I	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
	2. Transaction Date 2A. Deem Month/Day/Year) Execution any (Month/D		Date, if TransactionA Code D		4. Securiti Acquired Disposed (Instr. 3, 4	(A) or of (D) and 5)	5. Amount of Securities6. Ownership Form: DirectBeneficially Owned(D) or IndirectOwned Following Reported(I)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	<ul><li>(A)</li><li>or</li><li>(D) Price</li></ul>	Transaction(s) (Instr. 3 and 4)			
Reminder: Report	t on a separate line	e for each cl	ass of sec	urities benef	icially owr	ned directly of	or indirectly.			
							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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	) (	Acquired (A Disposed of (Instr. 3, 4, 5)	f (D)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 6.86	10/05/2006		А		100,000		(1)	10/04/2016	Common Stock	100,000

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships							
i o	Director	10% Owner	Officer	Other				
ULANSKI MARTY A MANATRON, INC. 510 E. MILHAM AVENUE PORTAGE, MI 49002			ExVP SIs & Bus Dev & GRM Impl					
Signatures								
/s/ Stephen C. Waterbury, by P Attorney	ower of		10/06/2006					

\*\*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).

Up to 50% of the option becomes exercisable, if at all, over the next five years based on the Company's EBITDA in accordance with the
 2006 Manatron, Inc. Executive Stock Incentive Plan (the "Plan"). Up to 50% of the option becomes exercisable, if at all, upon the Company obtaining a certain minimum net revenue and achieving a certain EBITDA per share, in accordance with the Plan.

Date

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.