

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person <u>Goldstein Eyal</u>			2. Issuer Name and Ticker or Trading Symbol <u>ASURE SOFTWARE INC [ASUR]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ Chief Revenue Officer		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>03/03/2023</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
C/O ASURE SOFTWARE, INC. 405 COLORADO STREET, SUITE 1800			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)	(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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Asure Software, Inc. Common Stock (\$0.01 par value)	03/03/2023		M		624	A	\$14.558	82,241	D	
Asure Software, Inc. Common Stock (\$0.01 par value)	03/03/2023		S		624	D	\$14.558	81,617	D	
Asure Software, Inc. Common Stock (\$0.01 par value)	03/06/2023		M		16,680	A	\$14.398	98,297	D	
Asure Software, Inc. Common Stock (\$0.01 par value)	03/06/2023		S		16,680	D	\$14.398	81,617	D	
Asure Software, Inc. Common Stock (\$0.01 par value)	03/07/2023		M		12,696	A	\$13.97	94,313	D	
Asure Software, Inc. Common Stock (\$0.01 par value)	03/07/2023		S		12,696	D	\$13.97	81,617	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Employee Stock Option (Right to Buy)	\$6.44	03/03/2023		M		624		03/03/2023	03/16/2027	Asure Software, Inc. Common Stock (\$0.01 par value)	624	\$6.44	39,376	D	
Employee Stock Option (Right to Buy)	\$6.44	03/06/2023		M		16,680		03/03/2023	03/16/2027	Asure Software, Inc. Common Stock (\$0.01 par value)	16,680	\$6.44	22,696	D	
Asure Software, Inc. Common Stock (\$0.01 par value)	\$6.44	03/07/2023		M		12,696		03/03/2023	03/16/2027	Employee Stock Option (Right to Buy)	12,696	\$6.44	10,000	D	

Explanation of Responses:

Remarks:

/s/ Eyal Goldstein

03/07/2023

** Signature of Reporting Person

Date

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

* 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).**

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.