

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.

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