

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549**

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): April 8, 2014

ASURE SOFTWARE, INC.

(Exact name of registrant as specified in charter)

Delaware
(State or other jurisdiction of incorporation or organization)

0-20008
(Commission File No.)

74-2415696
(IRS Employer Identification No.)

110 Wild Basin Road, Suite 100, Austin, Texas 78746
(Address of principal executive offices)

512-437-2700
(Registrant's telephone number, including area code)

N/A
(Former Name and Address)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

Item 8.01. Other Events.

On April 10, 2014, Patrick Goepel, the Company's President and Chief Executive Officer, will conduct informational meetings with potential investors. A copy of the presentation slide deck is included here as Exhibit 99.1.

The information under this Item, including Exhibit 99.1 attached hereto, is intended to be furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act") or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

99.1 [Presentation slide deck](#)

SIGNATURES

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: April 8, 2014

By: /s/ Jennifer Crow
Jennifer Crow, Chief Financial Officer

EXHIBIT INDEX

Exhibit No.

99.1

Description

[Presentation slide deck](#)

ASURE SOFTWARE

Patrick Goepel, Chief Executive Officer



"Safe Harbor" Statement

(Under the Private Securities Litigation Reform Act of 1995):

Statements made in this presentation regarding Asure's business which are not historical facts are "forward-looking statements" that involve risks and uncertainties. Such risks and uncertainties could cause actual results to differ materially from those contained in the forward-looking statements. The risks and uncertainties include — but are not limited to — adverse changes in the economy, financial markets, and credit markets; delays or reductions in information technology spending; the development of the market for cloud based workplace applications; product development; market acceptance of new products and product improvements; our ability to retain or increase our customer base; security breaches; errors, disruptions or delays in our services; privacy concerns; changes in the our sales cycle; competition, including pricing pressures, entry of new competitors, and new technologies; intellectual property enforcement and litigation; our ability to hire, retain and motivate employees; our ability to manage our growth; our ability to realize benefits from acquisitions; changes in sales may not be immediately reflected in our operating results due to our subscription model; changes in laws and regulations; and changes in accounting standards.



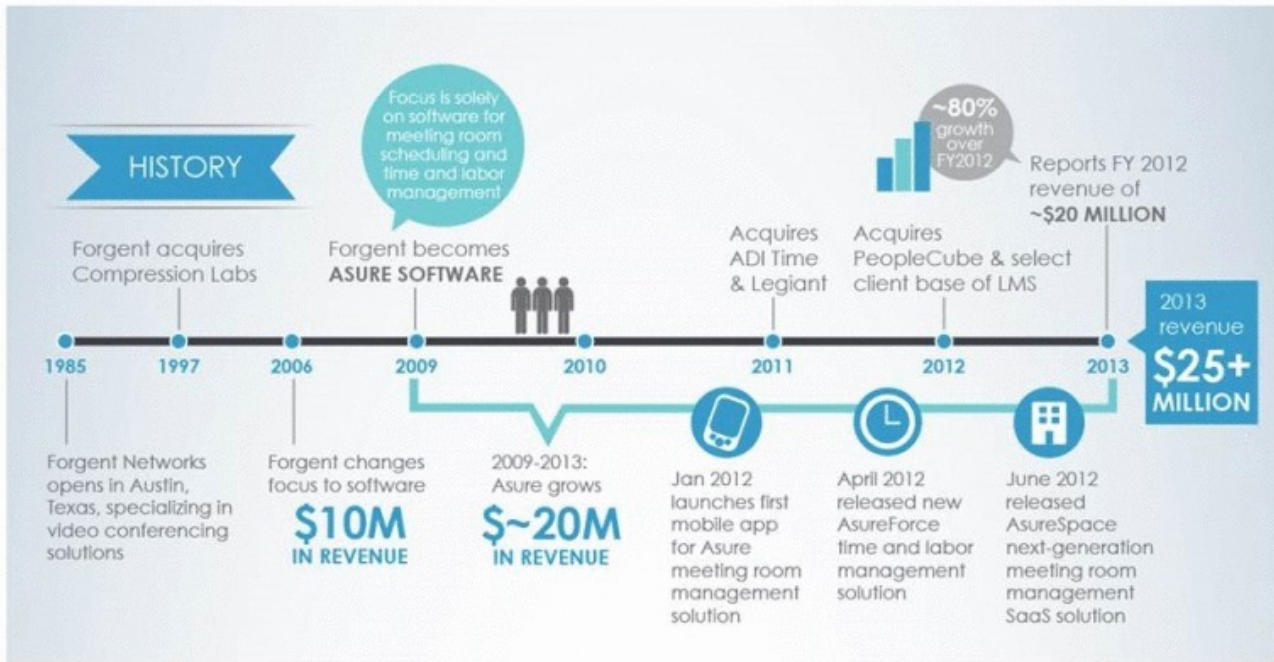
Asure Software

Asure Software is an industry leader in providing cloud-based workplace management solutions. Over 5,000 clients deploy our workplace management software products, hardware products, services and support to improve their workforce and workplace processes.

Key Statistics	
Corporate headquarters	Austin, Texas
Company footprint	Global presence with offices in TX, MA, MI, United Kingdom
Founded	1985
Re-Invented	2009
Ownership	Publicly traded (Nasdaq: ASUR)
2014 revenue guidance	\$29 - \$30 million
Number of clients	5,000 and growing
Industry expertise	The Asure senior management team has more than 50 years of collective experience in workplace management



Asure's History



We Help Clients Transform Largest Expenditures into a Strategic Advantage



LABOR

Automate and optimize workforce productivity by decreasing FTE's or repurposing talent, validate mobile workers with photo recognition & geo-positioning



REAL ESTATE

Maximize the utilization of organizational assets and eliminate unnecessary real estate overhead, cut property expenses and optimize physical space



TECHNOLOGY

Lower total cost of ownership by deploying mobile and cloud-based technology solutions and SaaS



Asure Software Solutions

Designed for the marketplace of today & the future

ASURESPACE™

SHARED RESOURCE SCHEDULING

HOTELING AND TELECOMMUTING

INTEGRATED SOLUTIONS

SMARTVIEW

WORKPLACE BUSINESS INTELLIGENCE

INTEGRATED HARDWARE:
LCD PANELS, KIOSKS, SENSORS

ASUREFORCE®

TIME & LABOR MANAGEMENT

WORKFORCE SCHEDULING

LEAVE REQUESTS / PTO MGMT

PAYROLL INTERFACES MGMT

TIMECLOCKS

GEOPUNCH



Trends Impacting Our Market

The workplace and the workforce of the future are changing

1. **Globalization: Businesses will look outside of the US for market opportunity**

- 96% of the world's people live outside the U.S.
- 82,000 companies (and 800,000 subsidiaries) are multinational
- 54% of the GDP comes from trade in Asia Pac

2. **Mobilization: Talent is transient, global and decentralized**

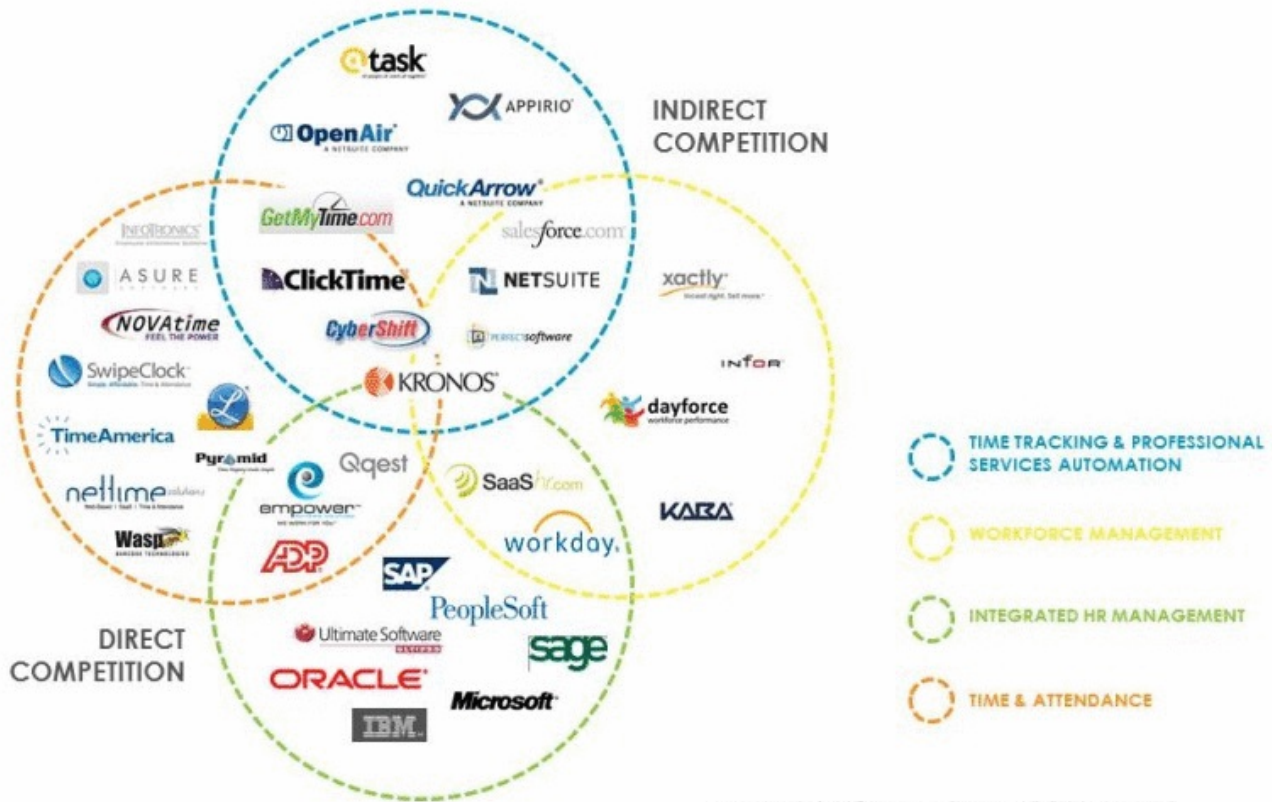
- Telecommuting rose 73% from 2005 - 2011
- 1.3 billion workers will be mobile by 2015
- Organizations increasingly support BYOD strategies (Forrester)

3. **Technology: Paves the way for preparing the workplace for the workforce of the future**

- Elimination of the employee backpack
- Increasing support for BYOD (Bring Your Own Device) strategies (Forrester)
- More places for collaboration
- Geospatial technologies will become mainstream
- The Cloud and Big Data fuel mobilization

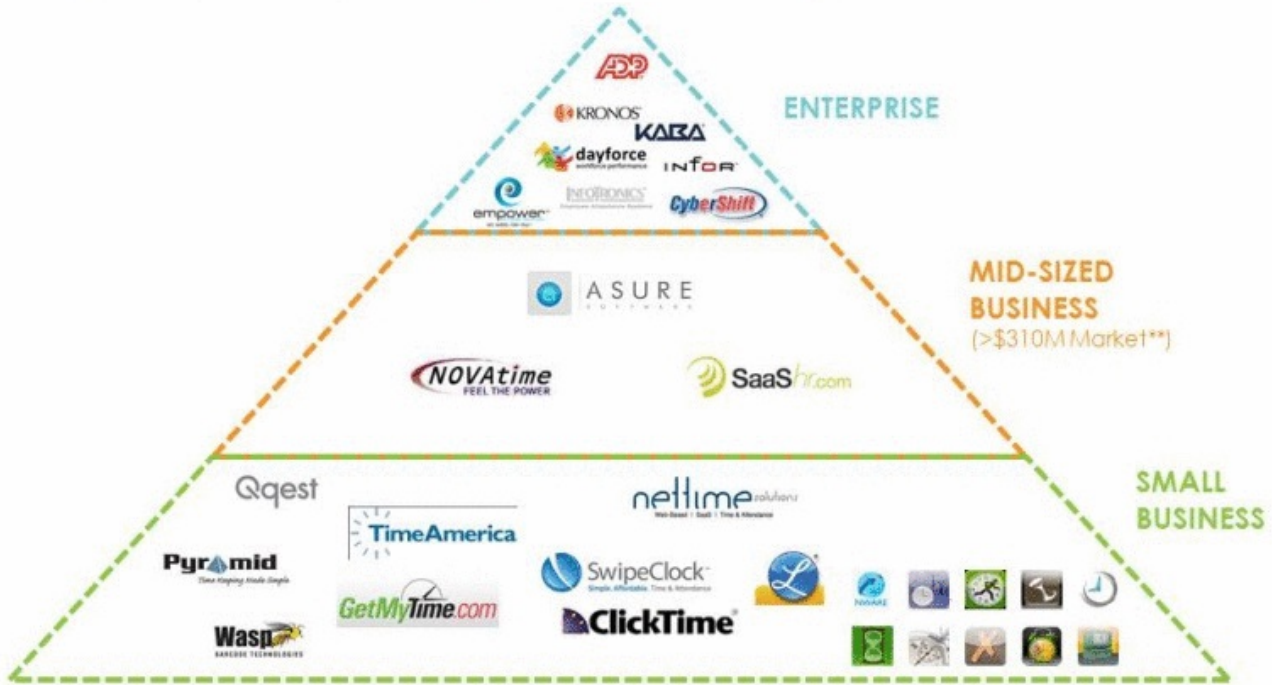


Asure's Time and Labor Management Ecosystem



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T&LM Market Vendor Positioning

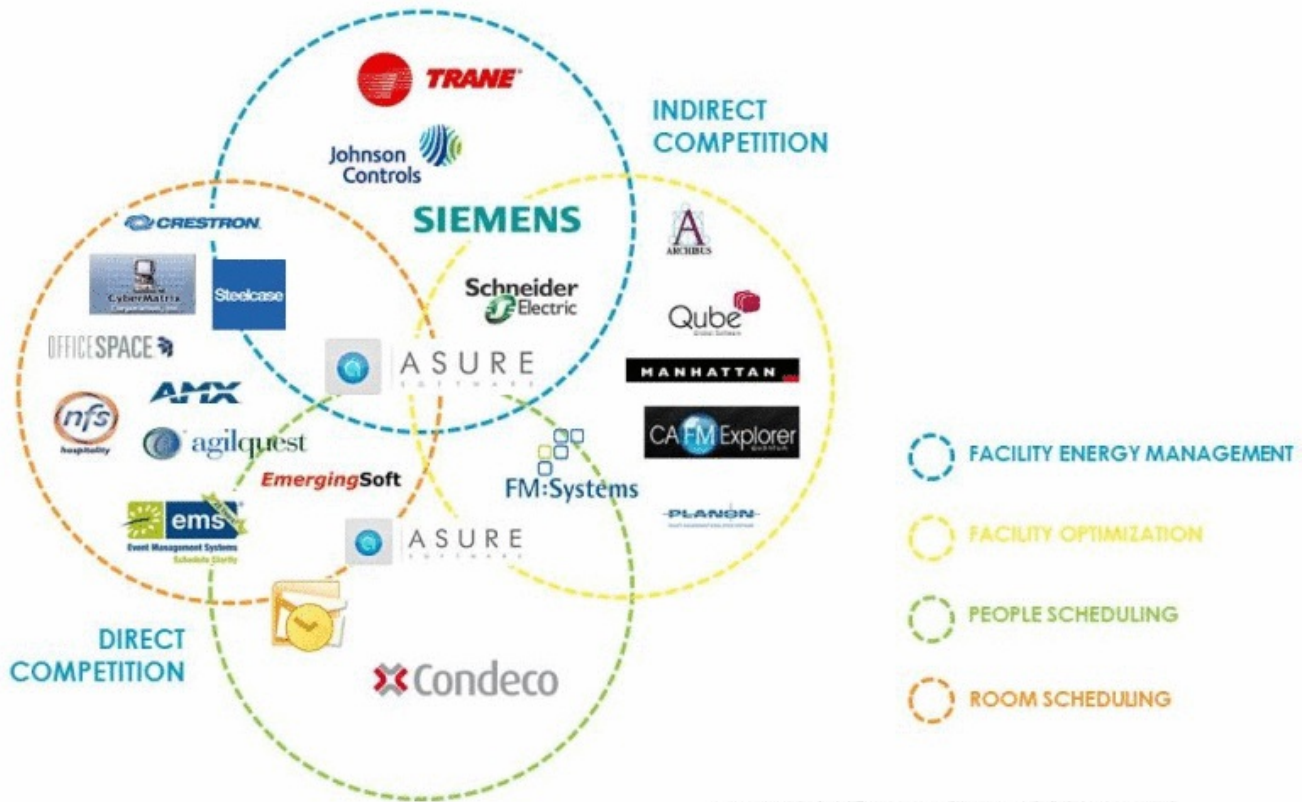


** Source : Census.gov (620k firms with 25 – 500 EEs)



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Asure's Real Estate Optimization Ecosystem



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Real Estate Optimization Vendor Positioning



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Customer Profile

Company Attributes	Enterprise	Mid-Market	Emerging Markets
Employee Size	>5000	1k-4999k	<1000
Industries	Higher Ed, Energy, Govt, Healthcare, Biz Svcs, Corporate, Finance/Banking, Manuf.	Higher Ed, Energy, Govt, Healthcare, Biz Svcs, Corporate, Finance/Banking, Manuf.	Retail
Geography	North America, UK, Ireland, Germany, Australia, New Zealand, France, Switzerland, Benelux	India, UAE, South Africa, Spain, Portugal, Nordics, Austria, Finland, Italy	Rest of the World
Trigger Events	Increase in white collar headcount/property; reductions in office space; workspace redesign; implementation of telework programs or other changes to work environment; moving to the Cloud/reductions in IT	Increase in white collar headcount/property; reductions in office space; workspace redesign; implementation of telework programs or other changes to work environment; moving to the Cloud/reductions in IT	Scheduling conflicts/double bookings
Persona Attributes	Persona 1 Decision Maker	Persona 2 Influencer	Persona 3 User
Ideal Title	CEO, CFO, CIO, COO	VP or Director of Facilities, or IT, Corporate Real Estate, System Administrator, Master Integrators	Network Administrators, Executive Assistants,



New to Asure: GeoPunch™

- Mobile devices = the newest time clock
- Smart phone, flip phone, dumb phone, tablets
- Photo, text or voice
- Geolocation



FACT: 1.3 billion workers will be mobile by 2015
(Forrester research)

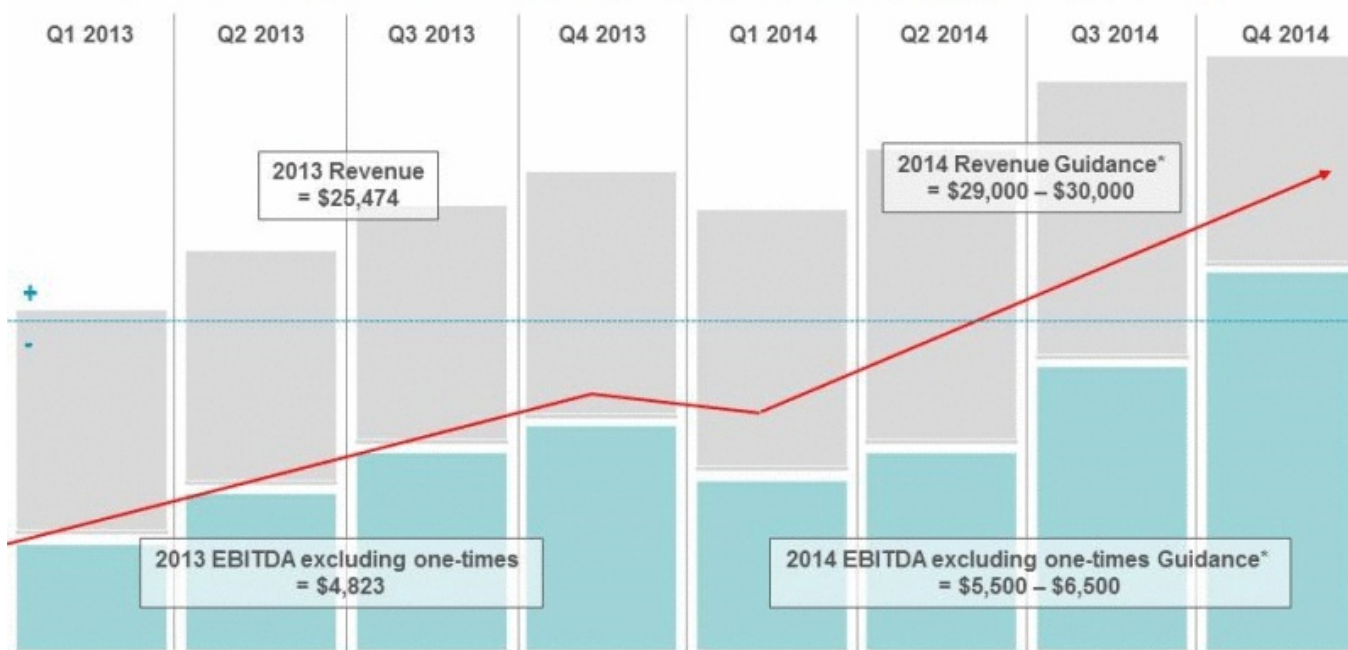
Asure Software – Selected Financial Data

Share Data		2012	2013	
Ticker	ASUR	Cash	\$2,427	\$4,338
Price 2/28/14	\$6.79	Total Current Assets	\$7,249	\$9,660
52 Week High	\$6.85	Total Assets	\$36,148	\$35,615
52 Week Low	\$4.02	Total Current Liabilities	\$16,631	\$17,497
Outstanding Shares	5,969,425	Total Liabilities	\$33,988	\$31,398
Market Capitalization	\$37.13 million	Total Equity	\$2,160	\$4,217
Management Holdings	CEO – 6.7% Chairman of the Board – 13%	Revenue	\$19,965	\$25,474
Avg Daily Volume (90 day)	13,466	EBITDA	\$1,620	\$3,956
		EBITDA excluding one times	\$3,295	\$4,823

2014 Guidance - \$29 – \$30 Revenue, \$5.5 - \$6.5 EBITDA plus one times, \$0.08 – \$0.24 Net Income per share, excluding one times



2013 – 2014 Financial Outlook (in 000's)



*2014 Guidance includes approximately \$1.0 million additional investment in R&D. Q1 2014 includes approximately \$1.0 million one time gain on payment of note payable and settlement of litigation with the sellers of Peoplecube and approximately \$1.4 million one time charge in connection with the refinance of our senior debt with Wells Fargo, N.A. Excluding these one times, net loss per share in Q1 2014 is expected to be \$(.04) to \$(.09). Our 2014 net income per share excluding one times guidance is \$.08 and \$.24.

- = Total Revenue
- = EBITDA excluding one-times
- = Net income/loss break even
- = Net income/loss

Asure Client Portfolio



ht@ - Proprietary information. All right

Poised for Growth

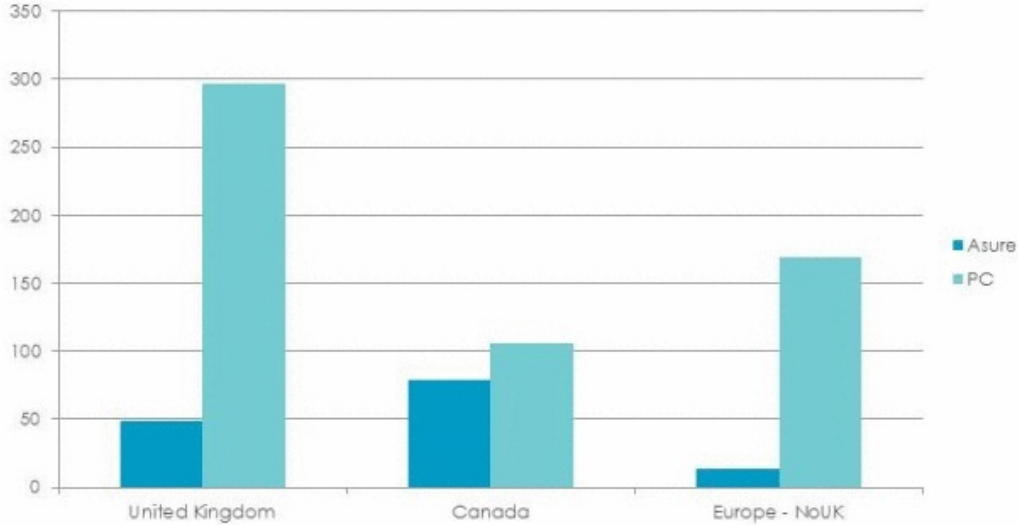
Cloud Services Adoption Will Continue

benefit	years to mainstream adoption		
	less than 2 years	2 to 5 years	5 to 10 years
transformational	Cloud advertising Virtualization	Cloud computing Community cloud Hybrid Cloud Computing Platform as a Service (PaaS)	Big Data Dev Ops Real-time Infrastructure
high		Application PaaS (aPaaS) Cloud API Management Cloud BPM Cloud IMDG Services Cloud Management Platforms Cloud Security Frameworks Cloud/Web Platforms Cloudbursting Elastic Multitenancy Infrastructure as a Service (IaaS) Integration PaaS (iPaaS) Personal Cloud Private Cloud Computing Private IaaS Private PaaS Public Cloud Storage	Cloud Application Development Services Cloud Business Cloud Services Brokerage Hybrid IT Software-Defined Anything
moderate	Sales Force Automation SaaS Software as a Service (SaaS)	BPaaS Business Analytics PaaS (baPaaS) Cloud-Based Security Services Database Platform as a Service (dbPaaS) Enterprise Cloud Email IaaS+	Big Data Dev Ops Real-time Infrastructure
low			Browser Client OS

Source: Gartner Priority Matrix for Cloud Computing, July 2013

Poised for Growth

Global Acquisition Opportunity

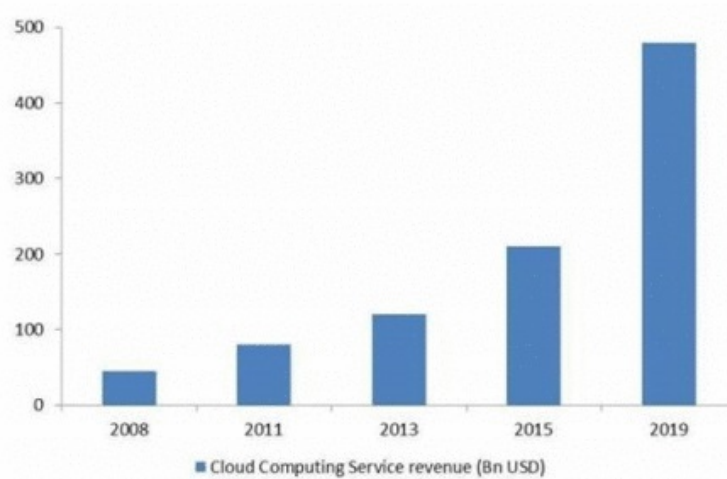


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Poised For Growth

High Growth Market

- Strong financial position
- Complete solutions portfolio
- Leading cloud-based solutions
- Large market opportunity
- Proven partner channel



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