

HENRY JACK & ASSOCIATES INC  
 Form 4  
 August 26, 2016

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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. Name and Address of Reporting Person \*  
 Brown Wesley A

2. Issuer Name and Ticker or Trading Symbol  
 HENRY JACK & ASSOCIATES INC [JKHY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 663 HWY 60  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 08/25/2016

Director  10% Owner  
 Officer (give title below)  Other (specify below)

MONETT, MO 65708  
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Common Stock                    | 08/25/2016                           |  | G                              | V   | 369   | D  | \$ 0 74,247 D                     |

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

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SEC 1474 (9-02)

**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 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 Underlying Securities (Instr. 3 and 4) |              |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title        | Amount or Number of Shares |
| Non-Qualified Stock Option (right to buy)  | \$ 17.45   |                                      |  |                                |   | (1)  | 11/18/2018  | Common Stock | 10,000                     |
| Non-Qualified Stock Option (right to buy)  | \$ 23.65   |                                      |  |                                |   | (2)  | 11/13/2019  | Common Stock | 10,000                     |
| Non-Qualified Stock Option (right to buy)  | \$ 28.52   |                                      |  |                                |   | (3)  | 11/02/2017  | Common Stock | 10,000                     |

## Reporting Owners

| Reporting Owner Name / Address                   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Brown Wesley A<br>663 HWY 60<br>MONETT, MO 65708 | X             |           |         |       |

## Signatures

WESLEY A. BROWN  
08/26/2016

Signature of Reporting Person 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) No option granted is exercisable until six months after the date of grant. All options granted under the 2005 Non-Qualified Stock Option Plan shall be fully vested and exercisable after the fourth anniversary of the director's first election or appointment to the Board of the Company (the Initial Service Date "ISD", which for Mr. Brown is 8-31-05). Mr. Brown's options shall vest and become exercisable as follows: with respect to 75% of the shares, on 5/18/09 and 100% of the shares on 8/31/09.
- (2) The options become exercisable as follow: 100% on 5/13/2010.
- (3) No option granted is exercisable until six months after the date of grant. All options granted under the 2005 Non-Qualified Stock Option Plan shall be fully vested and exercisable after the fourth anniversary of the director's first election or appointment to the Board of the

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Company (the Initial Service Date "ISD", which for Mr. Brown is 8-31-05). Mr. Brown's options shall vest and become exercisable as follows: with respect to 50% of the shares, on 5/2/08, 75 % of the shares after 3 years from ISD; 100% after 4 years from ISD.

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.