

AMERICAN SOFTWARE INC  
Form NT 10-Q  
September 12, 2005  
(Check One):

**UNITED STATES**

OMB APPROVAL  
OMB Number: 3235-0058

Form 10-K

**SECURITIES AND EXCHANGE COMMISSION**

Expires: March 31, 2006

Form 20-F

**Washington, D.C. 20549**

Estimated average burden  
hours per response . . . 2.50

Form 11-K

SEC FILE NUMBER

Form 10-Q

**FORM 12b-25**

CUSIP NUMBER

Form 10-D

**NOTIFICATION OF LATE FILING**

Form N-SAR

Form N-CSR

For Period Ended: **July 31, 2005**

Transition Report on Form 10-K

Transition Report on Form 20-F

Transition Report on Form 11-K

Transition Report on Form 10-Q

Transition Report on Form N-SAR

For the Transition Period Ended: \_\_\_\_\_

*Read Instruction (on back page) Before Preparing Form. Please Print or Type.*

**Nothing in this form shall be construed to imply that the Commission has verified any information contained herein.**

If the notification relates to a portion of the filing checked above, identify the Item(s) to which the notification relates:

**PART I REGISTRANT INFORMATION**

**AMERICAN SOFTWARE, INC.**  
Full Name of Registrant

**N/A**  
Former Name if Applicable

**470 East Paces Ferry Road, N. E.**  
Address of Principal Executive Office (*Street and Number*)

**Atlanta, Georgia 30305**  
City, State and Zip Code

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**PART II RULES 12b-25(b) AND (c)**

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed. (Check box if appropriate)

- (a) The reasons described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense;
- .. (b) The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, Form 11-K, Form N-SAR or Form N-CSR or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report or transition report on Form 10-Q, or subject distribution report on Form 10-D, or portion thereof, will be filed on or before the fifth calendar day following the prescribed due date; and
- (c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.

**PART III NARRATIVE**

State below in reasonable detail the reasons why Forms 10-K, 20-F, 11-K, 10-Q, 10-D, N-SAR, N-CSR, or the transition report or portion thereof, could not be filed within the prescribed time period.

As a result of a previously disclosed delay in filing Registrant's Form 10-K for the fiscal year ended April 30, 2005 relating to its accounting for income taxes and the restatement of the Registrant's financial statements for the third quarter of fiscal 2005 and corresponding amendments to its Form 10-Q for that period, Management is not able to file in a timely manner the Registrant's Quarterly Report on Form 10-Q for the quarter ended July 31, 2005, which is the first quarter of fiscal 2006. As previously announced, the completion of the Registrant's fiscal 2005 annual audit will not occur in sufficient time for the Registrant to complete its first quarter fiscal 2006 financial statements within the prescribed period without unreasonable delay and expense.

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**PART IV OTHER INFORMATION**

- (1) Name and telephone number of person to contact in regard to this notification:

**Vincent C. Klinges**  
(Name)

**404**  
(Area Code)

**261-4381**  
(Telephone Number)

- (2) Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or Section 30 of the Investment Company Act of 1940 during the preceding 12 months or for such shorter period that the registrant was required to file such report(s) been filed? If answer is no, identify report(s).    Yes     No

**Form 10-K for fiscal year ended April 30, 2005**

- (3) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof?     Yes\*     No

If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

\* The anticipated change is as previously disclosed in quarterly earnings press release and related filing on Form 8-K dated September 7, 2005, incorporated herein by this reference.

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**AMERICAN SOFTWARE, INC.**  
(Name of Registrant as Specified in Charter)

has caused this notification to be signed on its behalf by the undersigned hereunto duly authorized.

Date: September 12, 2005

By: /s/ Vincent C. Klinges  
Name and Title: Vincent C. Klinges,

Chief Financial Officer of American Software, Inc.

INSTRUCTION: The form may be signed by an executive officer of the registrant or by any other duly authorized representative. The name and title of the person signing the form shall be typed or printed beneath the signature. If the statement is signed on behalf of the registrant by an authorized representative (other than an executive officer), evidence of the representative's authority to sign on behalf of the registrant shall be filed with the form.

**ATTENTION**

**Intentional misstatements or omissions of fact constitute Federal Criminal Violations (See 18 U.S.C. 1001).**