Edgar Filing: INOSENCIO KRISTA L - Form 4

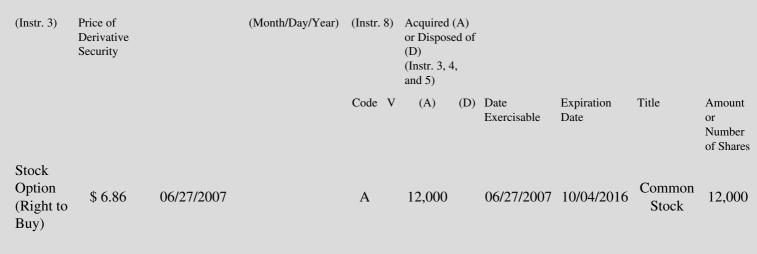
INOSENCI Form 4	O KRISTA L								
August 03,	2007								
								OMB APPROVAL	
FUNI	FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						NOMB Number:	3235-0287	
Check t if no lor subject Section Form 4 Form 5 obligati	nger to 16. or Filed pur ons Section 17(STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1 Section 17(a) of the Public Utility Holding Company Act of 1935 or S						Expires:January 31, 2005Estimated average burden hours per response0.5	
may con <i>See</i> Inst 1(b).		30(h) of the	Investmen	nt Company	Act of 1	940			
(Print or Type	Responses)								
1. Name and Address of Reporting Person <u>*</u> INOSENCIO KRISTA L			2. Issuer Name and Ticker or Trading Symbol MANATRON INC [(MANA)]			5. Relationship of Reporting Person(s) to Issuer			
(Last)				/1	(Check all applicable)				
, <i>,</i> ,	ON INC, 510 E M	(Mont	n/Day/Year)	Tansaction		Director X_ Officer (giv below) VP-Fina		% Owner her (specify C.F.O.	
	(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting 				
PORTAGE	E, MI 49002					Person	More than One K	eporung	
(City)	(State)	(Zip) T	able I - Non	-Derivative S	ecurities A	Acquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year	Code) (Instr. 8)		A) or of (D)	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)	
Reminder: Re	port on a separate line	e for each class of se	ecurities bene	Person	s who res	spond to the colle		SEC 1474	
				require	ed to resp vs a curre	tained in this form ond unless the fo ntly valid OMB co	rm	(9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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Reporting Owners

Reporting Owner Name / Address	ress Relationships						
	Director	10% Owner	Officer	Other			
INOSENCIO KRISTA L MANATRON INC 510 E MILHAM AVE PORTAGE, MI 49002			VP-Finance, Treas. & C.F.O.				
Signatures							
/s/ Stephen C. Waterbury, by po attorney	ower of		08/03/2007				

**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).

On October 5, 2006, the reporting person was granted an option to purchase 80,000 shares of common stock, which was reported on a Form 4 filed with the Commission on October 10, 2006. Up to 50% of the option becomes exercisable, if at all, based on the Company's

(1) EBITDA in accordance with the 2006 Manatron, Inc. Executive Stock Incentive Plan (the "Plan"). Up to 50% of the option becomes exercisable, if at all, upon the Company obtaining a certain minimum net revenue and achieving a certain EBITDA per share, in accordance with the Plan. An EBITDA performance criteria for the fiscal year ending April 30, 2007 was met, resulting in vesting of the option as to 12,000 shares.

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.