

KLAUS L GEORGE  
Form 4  
February 04, 2009

**FORM 4**

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

OMB APPROVAL

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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 \*  
KLAUS L GEORGE

2. Issuer Name and Ticker or Trading Symbol  
EPICOR SOFTWARE CORP  
[EPIC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
18200 VON KARMAN, SUITE 1000  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
02/02/2009

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

IRVINE, CA 92612

(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 Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	02/02/2009		A		16,000	A	(4) 269,601 (2)	I	By Spouse.
Common Stock	02/02/2009		F(5)		972	D	\$ 3.55 268,629 (2)	I	By Spouse.
Common Stock	02/02/2009		A		66,667	A	(4) 2,511,059 (2)	D	
Common Stock	02/03/2009		A		300,000	A	(3) 2,811,059 (2)	D	
Common Stock	02/03/2009		A		400,000	A	(1) 3,211,059 (2)	D	



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- Grant to recipient in a transaction exempt under rule 16b-3(e). The shares are subject to a lapsing right of forfeiture in favor of the
- (4) Company with such right lapsing as to all shares on December 31, 2009 subject to recipient's continued employment with the issuer on such date. Reporting person is deemed to have paid par value, \$0.001 per share for each share of restricted stock for service rendered.

- In an exempt disposition to the issuer under rule 16b-3(e) and pursuant to a long standing election by recipient, the recipient, who is the
- (5) spouse of the reporting person, remitted shares to the issuer in connection with the satisfaction of withholding tax obligation arising out of the lifting of the restrictions on previously reported restricted stock grant.

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.