

COMPUTER PROGRAMS & SYSTEMS INC
 Form 4
 June 14, 2017

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 *
 Francisco Partners GP II, LP

2. Issuer Name and Ticker or Trading Symbol
 COMPUTER PROGRAMS & SYSTEMS INC [CPSI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 06/12/2017

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

C/O FRANCISCO PARTNERS,
 ONE, LETTERMAN DRIVE,
 BUILDING C, SUITE 410

(Street)

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

SAN FRANCISCO, CA 94129

(City) (State) (Zip)

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	06/12/2017		J ⁽¹⁾		500,000	D	\$ 0
					1,465,605	I	⁽²⁾

See footnote ⁽³⁾

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

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SEC 1474 (9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
				Code	V	(A)	(D)	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Francisco Partners GP II, LP C/O FRANCISCO PARTNERS, ONE LETTERMAN DRIVE, BUILDING C, SUITE 410 SAN FRANCISCO, CA 94129		X		
Francisco Partners II, LP C/O FRANCISCO PARTNERS, ONE LETTERMAN DRIVE, BUILDING C, SUITE 410 SAN FRANCISCO, CA 94129		X		
Francisco Partners Parallel Fund II, L.P. C/O FRANCISCO PARTNERS, ONE LETTERMAN DRIVE, BUILDING C, SUITE 410 SAN FRANCISCO, CA 94129		X		
Francisco Partners GP II Management, LLC C/O FRANCISCO PARTNERS, ONE LETTERMAN DRIVE, BUILDING C, SUITE 410 SAN FRANCISCO, CA 94129		X		

Signatures

Francisco Partners II, L.P., By: Francisco Partners GP II, L.P., its General Partner, By:
Francisco Partners GP II Management, LLC, its General Partner, By: /s/ Tom Ludwig, Name:
Tom Ludwig, Title: Managing Member 06/14/2017

**Signature of Reporting Person

Date

Francisco Partners Parallel Fund II, L.P., By: Francisco Partners GP II, L.P., its General
Partner, By: Francisco Partners GP II Management, LLC, its General Partner, By: /s/ Tom 06/14/2017

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Ludwig, Name: Tom Ludwig, Title: Managing Member

__Signature of Reporting Person

Date

Francisco Partners GP II, L.P., By: Francisco Partners GP II Management, LLC, its General Partner, By: /s/ Tom Ludwig, Name: Tom Ludwig, Title: Managing Member

06/14/2017

__Signature of Reporting Person

Date

Francisco Partners GP II Management, LLC, By: /s/ Tom Ludwig, Name: Tom Ludwig, Title: Managing Member

06/14/2017

__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 June 12, 2017: (a) Francisco Partners II, L.P. ("FP II") made a pro rata distribution for no consideration of 493,224 shares of common stock, par value \$0.01, of Computer Programs and Systems, Inc. (the "Shares"), to its partners, including Francisco Partners GP II, L.P. ("FPGP II"); (b) Francisco Partners Parallel Fund II, L.P. ("FPPF II") made a pro rata distribution for no consideration of 6,776 Shares to its partners; and (c) FPGP II made a further pro rata distribution for no consideration of 15,001 Shares to its partners.
- (1)
 - (2) Includes 1,445,744 Shares directly held by FP II and 19,861 Shares directly held by FPPF II.
 - (3) FPGP II is the sole general partner of FP II and FPPF II. Francisco Partners GP II Management, LLC is the sole general partner of FPGP II.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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