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

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported) February 18, 2004

AMERICAN SOFTWARE, INC.

-----  
(Exact name of registrant as specified in its charter)

Georgia	0-12456	58-1098795
----- (State or other jurisdiction of incorporation)	----- (Commission File Number)	----- (IRS Employer Identification No.)
470 East Paces Ferry Road, N.E. Atlanta, Georgia		30305
----- (Address of principal executive offices)		----- (Zip Code)

Registrant's telephone number, including area code (404) 261-4381

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Item 7(c).           Exhibit

Exhibit 99.1        Press Release of American Software, Inc., dated February 18, 2004, reporting American Software, Inc.'s financial results for the third quarter of fiscal year 2004.

Item 12.            Results of Operations and Financial Condition

Attached hereto as Exhibit 99.1 and incorporated by reference herein is financial information for American Software, Inc. for its third fiscal quarter, ended January 31, 2004, and certain forward-looking statements, as presented in a press release of February 18, 2004. The information in this report shall be deemed incorporated by reference into any registration statement heretofore or hereafter filed under the Securities Act of 1933, as amended, except to the extent that such information is superseded by information as of a subsequent date that is included in or incorporated by reference into such registration statement. The information in this report shall not be treated as filed for purposes of the Securities Exchange Act of 1934, as amended.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AMERICAN SOFTWARE, INC.  
(Registrant)

Date: February 18, 2004

By: /s/ Vincent C. Klinges  
-----  
Vincent C. Klinges  
Chief Financial Officer

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EXHIBIT INDEX

Exhibit No.	Subject Matter
Exhibit 99.1	Press Release of American Software, Inc., dated February 18, 2004, reporting American Software, Inc.'s financial results for the third quarter of fiscal year 2004.

**Filename:** e16975ex99-1.txt  
**Type:** EX-99.1  
**Comment/Description:** Press Release  
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Exhibit 99.1

American Software Reports Third Quarter Fiscal Year 2004 Results

46% Increase in Third Quarter Operating Income and

9% Increase in Third Quarter License Fees Compared to Last Year

ATLANTA, Feb. 18 /PRNewswire-FirstCall/ -- American Software, Inc. (Nasdaq: AMSWA) today reported its financial results for the third quarter of fiscal year 2004, marking the twelfth consecutive quarter of profitability and positive cash flow.

Income from continuing operations for the third quarter increased 87% compared to the same quarter last year to approximately \$2.1 million, or earnings per share (diluted) from continuing operations of \$0.08 compared to income from continuing operations of approximately \$1.1 million, or earnings per share (diluted) from continuing operations of \$0.05 for the comparable period a year ago. Total revenues for the third quarter were \$14.6 million compared to \$14.9 million the same quarter last year. For the third quarter, software license fees were \$3.8 million up from \$3.5 million during the same period last year. Services and other revenues were \$6.3 million compared to \$6.5 million for the same period last year. Maintenance revenues were \$4.5 million compared to \$4.9 million during the same period last year. Operating income was \$1.5 million for the third quarter of fiscal 2004 compared to \$1.0 million during the same period last year.

Total revenues for the nine months ended January 31, 2004 were \$41.3 million compared to \$44.3 million for the comparable period last year. Software license fees for the nine-month period were \$9.4 million compared to \$9.1 million in the same period last year. Services and other revenues were \$18.2 million compared to \$20.2 million in the same period last year. Maintenance revenues were \$13.6 million compared to \$15.0 million in the same period last year. For the nine months ended January 31, 2004, the Company reported operating income of \$3.5 million compared to \$2.9 million the previous year period and a 50% increase in income from continuing operations of approximately \$5.5 million or earnings per share (diluted) of \$0.22, compared to income from continuing operations of \$3.7 million or earnings per share (diluted) of \$0.16 in the first nine months of fiscal 2003.

"This quarter represents our twelfth consecutive quarter of profitability and positive cash flow," stated James C. Edenfield, president and CEO of American Software. "Our sustained profitability contrasts with the shortfalls that have plagued other enterprise solutions providers. Our ability to achieve such a strong and consistent relative performance has been driven by the value our solutions bring to both new customers and our loyal customer base."

The overall financial condition of the Company remains strong, with cash and investments of approximately \$66.5 million and zero debt as of January 31, 2004. The Company's cash and investment position increased by approximately \$3.6 million sequentially from October 31, 2003 and \$8.4 million compared to January 31, 2003. During the third quarter, the Company paid a \$.06 cent per share quarterly dividend for a total of \$1.4 million and purchased approximately 60,000 of its shares on the open market under the current stock buyback program at a cost of approximately \$377,000. There are approximately 1.75 million shares remaining to purchase under the total authorization of 4.2 million shares.

Highlights for the third quarter of fiscal year 2004 include:

Customers

- \* Notable new and existing customers placing orders with the Company in the third quarter of fiscal year 2004 include: Aspen Pet Products, Caremark, Delco Remy International, Inc., Harley Davidson, Malt-O-Meal, Northwest Airlines, Reliable Sprinkler, Rich-Seapak, Inc., Saks Incorporated, Standard Motor Products, West Pharmaceutical, Williamson-Dickie Manufacturing Company, U.S. Can Company, and a well known branded apparel company.
- \* The Company's 86% owned subsidiary, Logility, Inc. (Nasdaq: LGTY), announced that Aspen Pet Products, a private manufacturer of high quality pet care products, has selected Logility Voyager Solutions(TM) to improve inventory management, increase forecast accuracy and enable collaboration between sales and marketing.

- \* Malt-O-Meal Company, the nation's fifth largest cereal manufacturer and supplier of a full line of branded bagged cereals and private label cereals to the grocery industry, has extended its use of Logility Voyager Solutions(TM) to include Transportation Planning and Management with Internet-enabled carrier collaboration. The additional Logility software creates an opportunity to extend the supply chain benefits Malt-O-Meal has already received from Logility Voyager Demand, Inventory and Replenishment Planning.
- \* Katun Corporation, the world's leading alternative supplier of imaging supplies, has implemented Logility Voyager Solutions(TM) on time and on budget to streamline global sales and operations planning (S&OP). Katun chose Logility Voyager Collaborate(TM) software to support a collaborative S&OP process that includes participation from sales, finance, manufacturing, distribution and marketing.
- \* During the quarter, the Company's subsidiary New Generation Computing Inc. (NGC) sold its global sourcing suite, e-SPS, to a major furniture manufacturer. Furniture manufacturers are undergoing a major shift in production from USA based production to global imports from South America and Asia. The furniture industry, like many industries is struggling with Speed to Market and Visibility into its shifting sources of production.
- \* The Company announced that Reliable Automatic Sprinkler has licensed its Logistics, Financial and Manufacturing systems to run on Reliable's upgraded IBM eServer iSeries(tm) platform. Reliable has been a customer since 1992, operating the software on various IBM AS/400(tm) platforms.
- \* The Company announced that Caremark, Inc. licensed its Purchasing and Materials Management, Forecasting, Inventory Planning, Accounts Payable, Capital Projects and Fixed Assets systems to run on Caremark's upgraded IBM eServer zSeries(tm) mainframe platform.
- \* U.S. Can Company licensed additional components of the Company's e-Application suite of Web-based products to enable U.S. Can to conduct business seamlessly over the Internet utilizing both the Company's IBM eServer iSeries(tm) based ERP solutions and its Web-based e-commerce applications.

#### Products and Technology

- \* Logility announced Connections 2004: Supply Chain Reality: Real World, Real Time, Real Results, to be held March 24-26, 2004 in Atlanta at the Georgia Tech Hotel and Conference Center. The event offers attendees the opportunity to learn from others' real-world experiences and equip themselves for the next wave of demand-driven supply chain challenges including global sourcing, collaborative relationships, Radio Frequency Identification (RFID) and real-time performance management. The conference program features an executive panel and best practices panel on successful strategies for tackling today's business challenges and deploying supply chain management solutions to drive value; breakout sessions featuring successful Logility Voyager Solutions(TM) deployments with speakers representing every major industry; industry perspectives from the publisher of Consumer Goods Technology magazine and AMR Research; and a Solution Center for face-to-face access to Logility experts and complementary solutions.
- \* The January 2004 issue of Consumer Goods Technology named Logility the number one supply chain company in customer experience. The magazine also listed Logility in top positions for supply chain planning and supply chain execution. The rankings are based on results from a reader survey conducted in late 2003.
- \* RIS News Leaderboard 2003, an elite gathering of the retail industry's top software vendors, included Logility in top positions for ease of implementation and return on investment. The rankings are based on results from a reader survey conducted in late 2003.
- \* Logility completed the second webcast in its Supply Chain Power Hour series, an educational series designed to illustrate how companies can use technology to address challenging supply chain business issues. The webcast, "RFID: Tag, You're It," addressed how to incorporate RFID technology within an organization to drive efficiency and cost savings, and Logility's plans to support full RFID compliance across its demand management, supply chain planning, transportation and warehouse management solutions. Speakers participated from the Uniform Code Council, Symbol Technologies, Logility and co-sponsor IBM.
- \* New Generation Computing Inc., the Company's wholly-owned subsidiary, announced the planned release its new e-PDM offering -- Internet Product Development Manager. e-PDM will expand upon traditional product data management software and bring design, merchandising, product development, sourcing and manufacturing professionals advanced tools needed to accelerate speed and to manage the entire apparel and

consumer product lifecycle. Companies that make or source products will be able to collaboratively develop products quickly and efficiently with e-PDM. e-PDM will be offered as a standalone product or can be a tightly integrated component of the widely used NGC global sourcing suite, e-SPS.

#### About American Software, Inc.

Headquartered in Atlanta, American Software develops, markets and supports one of the industry's most comprehensive offering of integrated business applications, including enterprise-wide, supply chain management, Internet commerce, financial, warehouse management and manufacturing packages. e-Intelliprise(TM) is a total ERP/supply chain management suite, which leverages Internet connectivity and includes multiple manufacturing methodologies. American Software owns 86% of Logility, Inc. (Nasdaq: LGTY), a leading supplier of collaborative solutions to optimize the supply chain. Logility is proud to serve such customers as Continental Tire North America, Huhtamaki UK, Mill's Pride, Pernod-Ricard, Sigma Aldrich, VF Corporation and xpedx. New Generation Computing Inc. (NGC), a wholly-owned subsidiary of American Software, is a global software company that has 25 years of experience developing and marketing business applications for apparel manufacturers, brand managers, retailers and importers. Headquartered in Miami, NGC has sales offices worldwide and clients that include Dick's Sporting Goods, Wilsons Leather, Kellwood, Hugo Boss, Russell Corp., Ralph Lauren Childrenswear, Haggard Clothing Company, Maidenform, William Carter and VF Corporation. For more information on the Company, contact: American Software, 470 East Paces Ferry Rd., Atlanta, GA 30305 (800) 726-2946. (404) 261-4381. FAX: (404) 264-5206 INTERNET: [www.amsoftware.com](http://www.amsoftware.com) or E-mail: [ask@amsoftware.com](mailto:ask@amsoftware.com)

#### Forward Looking Statements

This press release contains forward-looking statements that are subject to substantial risks and uncertainties. There are a number of factors that could cause actual results to differ materially from those anticipated by statements made herein. These factors include, but are not limited to, changes in general economic conditions, technology and the market for the Company's products and services including economic conditions within the e-commerce markets; the timely availability and market acceptance of these products and services; the effect of competitive products and pricing; the uncertainty of the viability and effectiveness of strategic alliances; and the irregular pattern of the Company's revenues. For further information about risks the Company could experience as well as other information, please refer to the Company's Form 10-K for the year ended April 30, 2003 and other reports and documents subsequently filed with the Securities and Exchange Commission. For more information, contact: Vincent C. Klinges, Chief Financial Officer, American Software, Inc., (404) 264-5477 or fax: (404) 237-8868.

e-Intelliprise is a trademark of American Software and Logility Voyager Solutions is a trademark of Logility. Other products mentioned in this document are registered, trademarked or service marked by their respective owners.

AMERICAN SOFTWARE, INC.  
Consolidated Statements of Operations  
(In thousands, except per share data)  
(Unaudited)

	Third Quarter Ended			Nine Months Ended		
	January 31,			January 31,		
	2004	2003	Pct Chg.	2004	2003	Pct Chg.
<b>Revenues:</b>						
License	\$3,823	\$3,496	9%	\$9,396	\$9,101	3%
Services & other	6,277	6,545	(4%)	18,244	20,160	(10%)
Maintenance	4,541	4,893	(7%)	13,633	15,021	(9%)
Total Revenues	14,641	14,934	(2%)	41,273	44,282	(7%)
<b>Cost of Revenues:</b>						
License	1,103	1,185	(7%)	3,268	3,062	7%
Services & other	4,502	4,817	(7%)	12,375	14,154	(13%)
Maintenance	1,118	1,323	(15%)	3,508	4,329	(19%)
Total Cost of Revenues	6,723	7,325	(8%)	19,151	21,545	(11%)
Gross Margin	7,918	7,609	4%	22,122	22,737	(3%)
<b>Operating expenses:</b>						
Research and development	1,885	1,915	(2%)	5,824	6,183	(6%)
Less: capitalized development	(826)	(685)	21%	(2,532)	(2,256)	12%
Sales and marketing	2,899	2,807	3%	8,448	8,634	(2%)
General and administrative	2,449	2,464	(1%)	6,726	6,888	(2%)
Provision for doubtful accounts	45	107	(58%)	166	353	(53%)
Total operating expenses	6,452	6,608	(2%)	18,632	19,802	(6%)
Operating income	1,466	1,001	46%	3,490	2,935	19%
Interest income	302	291	4%	879	957	(8%)
Other, net	453	(61)	nm	1,365	(99)	nm

Minority interest	(160)	(127)	26%	(238)	(138)	72%
Income from continuing operations before income taxes	2,061	1,104	87%	5,496	3,655	50%
Income taxes	-	-	-	-	-	-
Income from continuing operations	2,061	1,104	87%	5,496	3,655	50%
Discontinued Operations:						
Gain on sale of discontinued segment	-	557	-	-	1,482	-
Net Earnings	\$2,061	\$1,661	24%	\$5,496	\$5,137	7%
Earnings per common share:						
Basic:						
Continuing operations	\$0.09	\$0.05	80%	\$0.24	\$0.16	50%
Discontinued operations	-	0.02	-	-	0.07	-
	\$0.09	\$0.07	29%	\$0.24	\$0.23	4%
Diluted:						
Continuing operations	\$0.08	\$0.05	60%	\$0.22	\$0.16	38%
Discontinued operations	-	0.02	-	-	0.06	-
	\$0.08	\$0.07	14%	\$0.22	\$0.22	0%
Weighted average common shares outstanding						
Basic	22,947	22,342		22,655	22,483	
Diluted	25,055	22,932		24,571	23,142	

nm- not meaningful

Consolidated Balance Sheet Information  
(in thousands)  
(Unaudited)

	2004	January 31, 2003
Cash and Short & Long term investments	\$66,490	\$58,043
Accounts Receivable:		
Billed	6,529	7,901
Unbilled	2,380	3,271
Total Accounts Receivable, net	8,909	11,172
Prepays & Other	1,129	1,355
Non-current Assets	21,043	22,743
Total Assets	\$97,571	\$93,313
Accounts Payable	\$1,374	\$793
Other Current Liabilities	5,501	7,306
Deferred Revenues	9,250	10,225
Minority Interest	4,533	4,070
Shareholders' Equity	76,913	70,919
Total Liabilities & Shareholders' Equity	\$97,571	\$93,313

SOURCE American Software, Inc.

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02/18/2004

/CONTACT: Vincent C. Klinges, Chief Financial Officer of American Software, Inc., +1-404-264-5477/  
/Company News On-Call: <http://www.prnewswire.com/comp/048263.html/>  
/Web site: [http://www.amsoftware.com /](http://www.amsoftware.com/)  
(AMSWA LGTY)

CO: American Software, Inc.

ST: Georgia

IN: CPR MLM

SU: ERN