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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to |
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| Section 16. Form 4 or Form 5 |
| obligations may continue. See |
| Instruction 1(b). |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden 0.5 hours per response:

| | | | | | ́ о | or Sec | ction 3 | 30(h) of the | Investme | nt Co | mpany Act c | of 1940 | | | | | | | |
|--|---|--|--------------------|-------------------------------|--------------------------|--|---|-----------------------|-------------------------|--|--------------------|--|---------------------------|-------|---|--|---|--|---|
| 1. Name and Address of Reporting Person* <u>PRIM JOHN F</u> | | | | | | | 2. Issuer Name and Ticker or Trading Symbol <u>HENRY JACK & ASSOCIATES INC</u> [JKHY] 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (Fig. 7 the second | | | | | | | | | | | | wner |
| (Last) (First) (Middle) 663 HWY 60 | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) X Onicer (give tube below) Other (specify below) 01/06/2006 CHIEF EXECUTIVE OFFICER | | | | | | | | | | | | | |
| (Street) MONETT MO 65708 | | | | | 4.1 | 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applica Line) X Form filed by One Reporting Person Form filed by More than One Reporting | | | | | | | | | | | ı | | |
| (City) | (5 | State) | (Zip) | | | | | | | | | | | | Person | | | | |
| 4 | 0 | | able I - No | 1 | | | | | - | , Dis | - | | | - | 1 | | 6.00 | n a na hin | 7. Nature of |
| 1. Title of Security (Instr. 3) | | | | 2. Transa Date (Month/D | | | 2A. Deemed Execution Date, if any (Month/Day/Year) | | Code | Transaction Code (Instr. | | 4. Securities Acquired (A) d Disposed Of (D) (Instr. 3, 4 | | | 5. Amount Securities Beneficial Owned Fo Reported | ly | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | Indirect Beneficial Ownership (Instr. 4) |
| | | | | | | | | | Code | v | Amount | (A) oi (D) | r Pric | e | Transactio | | | | (1130. 4) |
| Common Stock | | | | 01/06 | 01/06/2006 | | | | M ⁽¹⁾ | | 20,000 |) A | \$4 | .4792 | 2 42,223 | | | D | |
| Common Stock | | | | 01/06 | 1/06/2006 | | | | S ⁽¹⁾ | <u> </u> | 20,000 | _ | _ | \$20 | 22,223 | | D | | |
| Common Stock | | | | <u> </u> | 9/2006 | | <u> </u> | | M ⁽¹⁾ | | 10,000 | _ | _ | .4792 | | | <u> </u> | D | |
| | | | | 01/09 | 9/2006 | | S ⁽¹⁾ | <u> </u> | 10,000 D | | \$2 | 20.35 | | | <u> </u> | D | 1 101.01 | | |
| Common | Stock | | T . 1.1. 11 | | | | | | | | | | | | 13,8 | 351 | | I | by 401(k) |
| | | | Table II - | | | | | | | | convertib | | | | wnea | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | | | ansaction ode (Instr. | | Derivative E | | Expiratio | 6. Date Exercisa Expiration Date (Month/Day/Year | | of Securities | | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported | re es ally g | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficia Ownersh (Instr. 4) |
| | | | | Code | | v | (A) | (D) | Date Exercisal | ble | Expiration Date | Title | Amo or Num of Sh | ber | | Transaction(s) (Instr. 4) | | | |
| Non- Qualified Stock Option (right to buy) | \$4.4792 | 01/06/2006 | | M | 1) | | | 20,000 ⁽²⁾ | 04/15/19 | 996 | 04/14/2006 | Common Stock | 20, | 000 | \$20 | 10,00 | 00 | D | |
| Non- Qualified Stock Option (right to buy) | \$ 4.4792 | 01/09/2006 | | M(| 1) | | | 10,000 ⁽²⁾ | 04/15/19 | 996 | 04/14/2006 | Common Stock | 10, | 000 | \$20.35 | 0 | | D | |
| Non- Qualified Stock Option (right to buy) | \$6.0313 | | | | | | | | 10/30/19 | 997 | 10/30/2007 | Common Stock | 40, | 000 | | 40,00 | 00 | D | |
| Non- Qualified Stock Option (right to buy) | \$10.84 | | | | | | | | (3) | | 04/11/2013 | Common Stock | 50, | 000 | | 50,00 | 00 | D | |
| Non- Qualified Stock Option (right to buy) | \$16.875 | | | | | | | | 04/04/200 | 00 ⁽⁴⁾ | 04/04/2010 | Common Stock | 40, | 000 | | 40,00 | 00 | D | |
| Non- Qualified Stock | \$27.15 | | | | | | | | 12/18/200 | 01 ⁽⁵⁾ | 06/18/2011 | Common | 225 | ,000 | | 225,0 | 00 | D | |

Explanation of Responses:

Option (right to buy)

1. These shares have been sold pursuant to a Prearranged Trading Plan established August 11, 2005 and adopted under Rule 10b5-1.

2. Employee stock option granted pursuant to the 1996 Stock Option Plan, which satisfies the requirements of Rule 16b-3.

3. I. VESTING SCHEDULE -- Exercise of Options: The options granted hereunder shall be divided into two equal portions, each consisting of fifty percent (50%) of the total options granted hereunder to the

Stock

individual. Except as otherwise set forth in the Agreement and the Plan, no option granted hereunder shall be exercisable until after: a. As to the first portion, the second anniversary of the Grant Date, provided that such options shall earlier vest and become exercisable upon the first day following any ten (10) consecutive trading days upon which the Fair Market Price (as defined in Section 8 of the Agreement) is \$13.55 (125% of Option Price) or more. b. As to the second portion, the fourth anniversary of the Grant Date, provided that such options shall earlier vest and become exercisable upon the first day following any ten (10) consecutive trading days upon which the Fair Market Price is \$16.26 (150% of Option Price) or more.

4. Employee Stock Option granted pursuant to the Jack Henry & Associates, Inc. 1996 Stock Option Plan, which satisfies the requirements of Rule 16b-3. The option becomes exercisable in two equal installments, 50% of the shares become exercisable 4/04/01, 1 year from the grant date, the remaining 50% become exercisable 4/04/02, 2 years from the grant date.

5. Employee Stock Option granted pursuant to the Jack Henry & Associates, Inc. 1996 Employee Stock Option Plan, which satisfies the requirements of Rule 16b-3. The option becomes 100% exercisable in six months from the grant date.

<u>JOHN F. PRIM</u>

** Signature of Reporting Person

01/10/2006 Date

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

* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.