

COMPUTER ASSOCIATES INTERNATIONAL INC  
 Form 4  
 March 09, 2005

**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 \*  
 LAMM ROBERT B

2. Issuer Name and Ticker or Trading Symbol  
 COMPUTER ASSOCIATES INTERNATIONAL INC [CA]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 ONE COMPUTER ASSOCIATES PLAZA  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 03/07/2005

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 SVP and Secretary

ISLANDIA, NY 11749

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

(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) |   |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |   |
|                                 |                                      |  |                                | Code  | V   | Amount   |                                   |   |
| Common Stock, \$.10 par value   | 03/07/2005                           |  | M                              | A   | 6,700   | \$ 12.89   | 6,700                             | D |
| Common Stock, \$.10 par value   | 03/07/2005                           |  | M                              | A   | 2,552   | \$ 13.83   | 9,252                             | D |
| Common Stock, \$.10 par value   | 03/07/2005                           |  | S                              | D   | 6,200   | \$ 27.74   | 3,052                             | D |
| Common                          | 03/07/2005                           |  | S                              | D   | 3,052   | \$ 0   | 0                                 | D |

|                                     |         |   |                               |
|-------------------------------------|---------|---|-------------------------------|
| Stock, \$.10<br>par value           | 27.75   |   |                               |
| Common<br>Stock, \$.10<br>par value | 144.672 | I | 401(k)<br>Plan <sup>(1)</sup> |

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

**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 control number.**

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(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8<br>D<br>S<br>(1                      |  |
|---|---|---|---|---|---|--|---|--|--|
|   |   |   |   | Code                                    | V (A) (D)   | Date<br>Exercisable  | Expiration<br>Date  | Title                                  | Amount<br>or<br>Number<br>of<br>Shares |
| Employee<br>Stock<br>Option<br>(right to<br>buy)    | \$ 12.89  | 03/07/2005                              |   | M                                       | 6,700   | <u>(2)</u>   | 10/21/2012  | Common<br>Stock,<br>\$.10 par<br>value | 6,700                                  |
| Employee<br>Stock<br>Option<br>(right to<br>buy)    | \$ 13.83  | 03/07/2005                              |   | M                                       | 2,552   | <u>(3)</u>   | 03/28/2013  | Common<br>Stock,<br>\$.10 par<br>value | 2,552                                  |

## Reporting Owners

| Reporting Owner Name / Address                                       | Relationships                             |
|--|---|
|  | Director    10% Owner    Officer    Other |
| LAMM ROBERT B<br>ONE COMPUTER ASSOCIATES PLAZA<br>ISLANDIA, NY 11749 | SVP and Secretary                         |

## Signatures

/s/ Joshua  
DeRienzi

03/09/2005

\_\_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).
- (1) Shares held in the Computer Associates Savings Harvest Plan, a 401(k) Plan. Information presented as of March 7, 2005.
  - (2) The option became exercisable as to 3400 shares on October 21, 2003, 3300 shares on October 21, 2004 and becomes exercisable to the remaining 3300 shares on October 21, 2005.
  - (3) The option became exercisable as to 2552 shares on March 28, 2004 and becomes exercisable as to 2474 shares on March 28, 2005 and as to the remaining 2474 shares on March 28, 2006.

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.