

CA, INC.

Form 4

November 30, 2015

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
CAREAL HOLDING AG

(Last) (First) (Middle)

UTOQUAI 49

(Street)

ZURICH, V8 8022

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
CA, INC. [CA]

3. Date of Earliest Transaction
(Month/Day/Year)
11/26/2015

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____ Form filed by One Reporting Person
____X____ 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)
Common Stock, par value \$0.10 per share	11/26/2015		J ⁽¹⁾	37,050,000	D <u>1</u>	66,763,380	D ⁽²⁾ ⁽³⁾ ⁽⁴⁾ <u>(5)</u>
Common Stock, par value \$0.10 per share					20,000	D ⁽³⁾	
Common Stock, par					3,200	I	See Footnote

value		(6)
\$0.10 per		
share		
Common		
Stock, par		See
value	37,050,000 I	Footnotes
\$0.10 per		(7)
share		

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

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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 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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CAREAL HOLDING AG UTOQUAI 49 ZURICH, V8 8022		X		
Haefner Martin UTOQUAI 49 ZURICH, V8 8022		X		
Bucher-Haefner Eva Maria UTOQUAI 49 ZURICH, V8 8022		X		

Signatures

CAREAL HOLDING AG By: Martin Haefner, Chairman and President By:/s/ Claude Lambert Attorney-in-fact for Martin Haefner	11/30/2015
__Signature of Reporting Person	Date
MARTIN HAEFNER By:/s/ Claude Lambert, attorney-in-fact	11/30/2015
__Signature of Reporting Person	Date
EVA MARIA BUCHER-HAEFNER By:/s/ Claude Lambert, attorney-in-fact	11/30/2015
__Signature of Reporting Person	Date
BIGPOINT HOLDING AG By:/s/ Claude Lambert, attorney-in-fact	11/30/2015
__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) On November 26, 2015 Careal Holding AG ("Careal") transferred 37,050,000 shares of Issuer common stock ("Company Stock") to BigPoint Holding AG ("BigPoint"), a company wholly owned by Mr. Haefner, to repurchase shares of Careal held by BigPoint. The transfer described herein was in connection with the Issuer's repurchase of shares of Company Stock from Careal on November 20, 2015. Careal used the cash proceeds from such repurchase, plus additional cash, to repurchase shares of Careal owned by Ms. Bucher-Haefner. These actions allow Mr. Haefner and Ms. Bucher-Haefner to maintain their respective 50% ownership interest in Careal.
- (2) Reflects securities held directly by Careal.
- (3) Reflects securities held directly by Martin Haefner.
- (4) Martin Haefner owns 50% of the shares of Careal.
- (5) Eva Maria Bucher-Haefner owns 50% of the shares of Careal.
- (6) Reflects securities held by the spouse of Martin Haefner.
- (7) Reflects securities held directly by BigPoint, a company wholly owned by Martin Haefner.

Remarks:

Each of the Reporting Persons may be deemed to beneficially own the shares of Common Stock reported herein, but each (oth

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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