

COMPUTER ASSOCIATES INTERNATIONAL INC

Form 4

June 14, 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 \*  
**QUINN GARY**

(Last) (First) (Middle)

**ONE COMPUTER ASSOCIATES  
PLAZA**

(Street)

**ISLANDIA, NY 11749**

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
**06/10/2005**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**Executive Vice President**

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 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)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock, \$.10 par value	06/10/2005		S	D	1,203	\$ 26.88	97,068 D
Common Stock, \$.10 par value	06/10/2005		S	D	9,900	\$ 26.9	87,168 D
Common Stock, \$.10 par value	06/10/2005		M	A	49,499	\$ 13.83	136,667 D
Common Stock, \$.10 par value	06/10/2005		S	D	49,499	\$ 26.9	87,168 D

Stock, \$.10  
par value

Common  
Stock, \$.10  
par value

4,759.527 I

401(k)  
Plan <sup>(1)</sup>

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)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Employee Stock Option (right to buy)	\$ 13.83	06/10/2005		M	49,499	<sup>(2)</sup> 03/28/2013	Common Stock, \$.10 par value	49,499

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other

QUINN GARY  
ONE COMPUTER ASSOCIATES PLAZA  
ISLANDIA, NY 11749

Executive Vice President

## Signatures

/s/ Joshua DeRienzis, by power of attorney

06/14/2005

\_\_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 June 10, 2005.
- (2) The options became exercisable over a three year period as follows: 34% on March 28, 2004; 33% on March 28, 2005 and will become fully exercisable to the remaining 33% 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.