

COMPUTER ASSOCIATES INTERNATIONAL INC
 Form 3
 July 07, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Goodman Andrew</p> <p>(Last) (First) (Middle)</p> <p>C/O COMPUTER ASSOCIATES INTL., INC.,Â ONE COMPUTER ASSOCIATES PLAZA</p> <p>(Street)</p> <p>ISLANDIA,Â NYÂ 11749</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>06/27/2005</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>COMPUTER ASSOCIATES INTERNATIONAL INC [CA]</p> <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Executive Vice President</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, par value \$.10	28,352.3603 ⁽¹⁾	D	Â
Common Stock, par value \$.10	255.015	I	401(k) Plan ⁽²⁾

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee Stock Option (right to buy)	Â (3)	10/21/2012	Common Stock, par value \$.10	17,500	\$ 12.89	D	Â
Employee Stock Option (right to buy)	Â (4)	03/28/2013	Common Stock, par value \$.10	15,308	\$ 13.83	D	Â
Employee Stock Option (right to buy)	Â (5)	03/31/2014	Common Stock, par value \$.10	9,900	\$ 31.5	D	Â
Employee Stock Option (right to buy)	Â (5)	03/31/2014	Common Stock, par value \$.10	9,900	\$ 26.86	D	Â
Employee Stock Option (right to buy)	Â (6)	04/11/2015	Common Stock, par value \$.10	10,982	\$ 27.23	D	Â
Employee Stock Option (right to buy)	Â (6)	04/11/2015	Common Stock, par value \$.10	10,982	\$ 32.8	D	Â
Employee Stock Option (right to buy)	Â (7)	05/20/2015	Common Stock, par value \$.10	27,300	\$ 28.98	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Goodman Andrew C/O COMPUTER ASSOCIATES INTL., INC. ONE COMPUTER ASSOCIATES PLAZA ISLANDIA, NY 11749	Â	Â	Â Executive Vice President	Â

Signatures

Lawrence Egan, by power of
attorney 07/07/2005

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Includes shares purchased under the Computer Associates Employee Stock Purchase Plan and restricted stock granted at various times that vest over a three year period.
- (2) Shares held in the Computer Associates Savings Harvest Plan, a 401(k) Plan. Information presented as of June 30, 2005.
- (3) This option vests over a three year period as follows: 1,000 on October 21, 2003; 8,250 on October 21, 2004 and the remaining 8,250 on October 21, 2005.
- (4) This option vests over a three year period as follows: 2,110 on March 28, 2004, 6,599 on March 28, 2005 and the remaining 6,599 on March 28, 2006.
- (5) This option vests over a three year period as follows: 34% on March 31, 2005, 33% on March 31, 2006 and the remaining 33% on March 31, 2007.
- (6) This option vests over a three year period as follows: 34% on April 11, 2006, 33% on April 11, 2007 and the remaining 33% on April 11, 2008.
- (7) This option vests over a three year period as follows: 34% on May 20, 2006, 33% on May 20, 2007 and the remaining 33% on May 20, 2008.

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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