

CA, INC.
Form 4
August 06, 2013

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 *
FISCHER GEORGE J

(Last) (First) (Middle)
ONE CA PLAZA

(Street)

ISLANDIA, NY 11749

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
08/02/2013

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)
EVP & GRP EXEC, WW SALES & SER

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		
Common Stock, \$.10 par value	08/02/2013		M	30,000	A \$ 27.32	126,968	D
Common Stock, \$.10 par value	08/02/2013		M	11,926	A \$ 27.26	138,894	D
Common Stock, \$.10 par value	08/02/2013		M	20,572	A \$ 19.46	159,466	D
Common Stock, \$.10	08/02/2013		M	21,817	A \$ 21.78	181,283	D

par value

Common Stock, \$.10 par value	08/02/2013	S	84,315	D	\$ 30.38 <u>(1)</u> <u>(2)</u>	96,968	D
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Common Stock, \$.10 par value						33,265	I	401(k) Plan <u>(3)</u>
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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 27.32	08/02/2013		M	30,000	<u>(4)</u> 02/12/2014	Common Stock, \$.10 par value 30,000
Employee Stock Option (right to buy)	\$ 27.26	08/02/2013		M	11,926	<u>(5)</u> 04/01/2015	Common Stock, \$.10 par value 11,926
Employee Stock Option (right to buy)	\$ 19.46	08/02/2013		M	20,572	<u>(6)</u> 06/25/2017	Common Stock, \$.10 par value 20,572
Employee Stock Option (right to buy)	\$ 21.78	08/02/2013		M	21,817	<u>(7)</u> 06/14/2018	Common Stock, \$.10 par value 21,817

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FISCHER GEORGE J ONE CA PLAZA ISLANDIA, NY 11749			EVP & GRP EXEC, WW SALES & SER	

Signatures

/s/ George J. Fischer by C.H.R. DuPree as
attorney-in-fact

08/06/2013

__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) Indicates the weighted average sale price of sales effected on the transaction date. Sale prices ranged from \$30.352 to \$30.429.
- (2) The undersigned will provide upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (3) Shares held in the CA Savings Harvest Plan, a 401(k) Plan. Information presented as of August 5, 2013.
- (4) This option became exercisable over a three-year period as follows: 34% on February 12, 2005, 33% on February 12, 2006 and 33% on February 12, 2007.
- (5) This option became exercisable over a three-year period as follows: 34% on April 1, 2006, 33% on April 1, 2007 and 33% on April 1, 2008.
- (6) This option became exercisable over a three-year period as follows: 34% on June 25, 2011, 33% on June 25, 2012 and 33% on June 25, 2013.
- (7) The option becomes exercisable over three years as follows: 34% on June 14, 2012, 33% on June 14, 2013 and 33% on June 14, 2014.

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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