

COMPUTER ASSOCIATES INTERNATIONAL INC
 Form 4
 April 13, 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 *
 STRAVINSKAS MARY

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)

3. Date of Earliest Transaction (Month/Day/Year)
 04/11/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 SVP & Treasurer

C/O COMPUTER ASSOC. INTERNATIONAL, INC., ONE COMPUTER ASSOCIATES PLAZA

(Street)

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

ISLANDIA, NY 11749

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock, \$0.10 par value | 04/11/2005 | | A | | 4,183 | A | 11 |
| Common Stock, \$0.10 par value | 04/11/2005 | | F | | 531 | D | \$ 27.23 |
| | | | | | 1,403.467 | I | |

Common
Stock,
\$0.10 par
value

401(k)
Plan ⁽³⁾

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) | \$ 27.23 | 04/11/2005 | | A | 25,520 | ⁽⁴⁾ 04/11/2015 | Common Stock, \$0.10 par value 25,520 |
| Employee Stock Option (Right to Buy) | \$ 32.8 | 04/11/2005 | | A | 4,183 | ⁽⁴⁾ 04/11/2015 | Common Stock, \$0.10 par value 4,183 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| STRAVINSKAS MARY C/O COMPUTER ASSOC. INTERNATIONAL, INC. ONE COMPUTER ASSOCIATES PLAZA ISLANDIA, NY 11749 | | | SVP & Treasurer | |

Signatures

Joshua DeRienzis, by power of
attorney

04/13/2005

__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) The shares represent restricted stock that vests over a two year period as follows: 33 1/3% on April 11, 2005, 33 1/3% on April 11, 2006 and 33 1/3% on April 11, 2007.
- (2) This transaction represents shares withheld for payment of taxes.
- (3) Shares held in the Computer Associates Savings Harvest Plan, a 401(k) Plan. Information presented as of April 11, 2005
- (4) The option becomes exercisable over a two year period as follows: 33 1/3% on April 11, 2005, 33 1/3% on April 11, 2006 and 33 1/3% on April 11, 2007.

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.