

CERIDIAN CORP /DE/
Form 4
September 08, 2006

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 *
TURNER RONALD L

(Last) (First) (Middle)

C/O CERIDIAN CORPORATION, 3311 EAST OLD SHAKOPEE ROAD

(Street)

MINNEAPOLIS, MN 55425

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CERIDIAN CORP /DE/ [CEN]

3. Date of Earliest Transaction (Month/Day/Year)
09/07/2006

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)
President & CEO

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)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	09/07/2006		M			68,148	A	\$ 20.35	232,915	D	
Common Stock	09/07/2006		M			15,000	A	\$ 14.8	247,915	D	
Common Stock	09/07/2006		S			1,000	D	\$ 23.86	246,915	D	
Common Stock	09/07/2006		S			3,000	D	\$ 23.85	243,915	D	
Common Stock	09/07/2006		S			4,500	D	\$ 23.84	239,415	D	

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Common Stock	09/07/2006	S	200	D	\$ 23.82	239,215	D
Common Stock	09/07/2006	S	2,300	D	\$ 23.81	236,915	D
Common Stock	09/07/2006	S	4,400	D	\$ 23.8	232,515	D
Common Stock	09/07/2006	S	1,300	D	\$ 23.79	231,215	D
Common Stock	09/07/2006	S	800	D	\$ 23.78	230,415	D
Common Stock	09/07/2006	S	2,000	D	\$ 23.77	228,415	D
Common Stock	09/07/2006	S	1,000	D	\$ 23.76	227,415	D
Common Stock	09/07/2006	S	3,700	D	\$ 23.75	223,715	D
Common Stock	09/07/2006	S	2,800	D	\$ 23.74	220,915	D
Common Stock	09/07/2006	S	1,000	D	\$ 23.71	219,915	D
Common Stock	09/07/2006	S	1,000	D	\$ 23.66	218,915	D
Common Stock	09/07/2006	S	1,000	D	\$ 23.61	217,915	D
Common Stock	09/07/2006	S	200	D	\$ 23.6	217,715	D
Common Stock	09/07/2006	S	1,900	D	\$ 23.58	215,815	D
Common Stock	09/07/2006	S	1,300	D	\$ 23.57	214,515	D
Common Stock	09/07/2006	S	300	D	\$ 23.56	214,215	D
Common Stock	09/07/2006	S	300	D	\$ 23.55	213,915	D
Common Stock	09/07/2006	S	700	D	\$ 23.54	213,215	D
Common Stock	09/07/2006	S	900	D	\$ 23.53	212,315	D
Common Stock	09/07/2006	S	3,348	D	\$ 23.52	208,967	D
	09/07/2006	S	1,400	D		207,567	D

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Common Stock						\$ 23.51		
Common Stock	09/07/2006		S	4,800	D	\$ 23.5	202,767	D
Common Stock	09/07/2006		S	2,100	D	\$ 23.49	200,667	D
Common Stock	09/07/2006		S	2,700	D	\$ 23.48	197,967	D
Common Stock	09/07/2006		S	4,500	D	\$ 23.47	193,467	D

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

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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 Security (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 20.35	09/07/2006		M	68,148	02/15/2001	10/21/2008	Common Stock	68,148
Employee Stock Option (Right to Buy)	\$ 14.8	09/07/2006		M	15,000	10/20/2002 ⁽¹⁾	10/20/2009	Common Stock	15,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

TURNER RONALD L
C/O CERIDIAN CORPORATION
3311 EAST OLD SHAKOPEE ROAD
MINNEAPOLIS, MN 55425

X

President & CEO

Signatures

/s/ William E. McDonald, Attorney-in-fact pursuant to power of attorney previously filed
with the SEC

09/08/2006

__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) Option fully vested on this date.

Remarks:

One of two Forms 4 reporting transactions occurring on September 7, 2006.

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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