

COMPUTER ASSOCIATES INTERNATIONAL INC

Form 8-K

June 14, 2005

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

**CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934**

**Date of Report: June 14, 2005
(Date of earliest event reported)**

Computer Associates International, Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

1-9247

(Commission File Number)

13-2857434

(IRS Employer Identification No.)

One Computer Associates Plaza

Islandia, New York

(Address of Principal Executive Offices)

11749

(Zip Code)

(631) 342-6000

(Registrant's Telephone Number, Including Area Code)

Not applicable

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2 below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

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- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.04. Temporary Suspension of Trading Under Registrant's Employee Benefit Plans.

On June 14, 2005, Computer Associates International, Inc. (the Company) delivered a notice to its directors and executive officers concerning the suspension of their ability to engage in certain transactions involving equity securities of the Company. That notice is attached hereto as Exhibit 99.1 and is incorporated by reference in this Item 5.04.

Item 9.01. Financial Statements and Exhibits

(a) None

(b) None

(c) Exhibit 99.1: Notice to Directors and Executive Officers of Computer Associates International, Inc.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

COMPUTER ASSOCIATES INTERNATIONAL, INC.

Date: June 14, 2005

By: /s/ Kenneth V. Handal
Kenneth V. Handal
Executive Vice President, General Counsel and
Corporate Secretary