

MURATORE MICHAEL K
Form 4
August 12, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
MURATORE MICHAEL K

2. Issuer Name and Ticker or Trading Symbol
SUNGARD DATA SYSTEMS INC [SDS]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
SUNGARD, 333 LAUREL OAK ROAD, SUITE 150
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/10/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive Vice President

VOORHEES, NJ 08043

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

(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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 08/10/2005 | | D | 186,750 D <u>(1)</u> | 86,446.042 <u>(2)</u> | D | |
| Common Stock | 08/11/2005 | | M | 4,000 A \$ 13.375 | 90,446.042 | D | |
| Common Stock | 08/11/2005 | | M | 80,000 A \$ 23.655 | 170,446.042 | D | |
| Common Stock | 08/11/2005 | | M | 12,100 A \$ 32.81 | 182,546.042 | D | |
| Common Stock | 08/11/2005 | | M | 87,900 A \$ 32.81 | 270,446.042 | D | |

Edgar Filing: MURATORE MICHAEL K - Form 4

| | | | | | | | |
|--------------|------------|---|--------------------------|---|------------|---------------|---|
| Common Stock | 08/11/2005 | M | 61,000 | A | \$ 19.8125 | 331,446.042 | D |
| Common Stock | 08/11/2005 | M | 117,000 | A | \$ 15.7188 | 448,446.042 | D |
| Common Stock | 08/11/2005 | M | 143,000 | A | \$ 28.5 | 591,446.042 | D |
| Common Stock | 08/11/2005 | M | 115,125 | A | \$ 32.81 | 706,571.042 | D |
| Common Stock | 08/11/2005 | M | 146,375 | A | \$ 19.35 | 852,946.042 | D |
| Common Stock | 08/11/2005 | M | 159,625 | A | \$ 28.03 | 1,012,571.042 | D |
| Common Stock | 08/11/2005 | M | 173,625 | A | \$ 26.08 | 1,186,196.042 | D |
| Common Stock | 08/11/2005 | S | 1,099,750 | D | \$ 36 | 86,446.042 | D |
| Common Stock | 08/11/2005 | D | <u>86,446.042</u> (4) | D | \$ 36 | 0 | D |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(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 Security (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|-------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number of Shares |
| Option to Buy | \$ 13.375 | 08/11/2005 | | M | 4,000 | 01/06/2005 | 01/11/2010 | Common Stock | 4,000 |
| Option to Buy | \$ 23.655 | 08/11/2005 | | M | 80,000 | 08/11/2005 ⁽³⁾ | 11/18/2010 | Common Stock | 80,000 |
| Option to Buy | \$ 32.81 | 08/11/2005 | | M | 12,100 | 08/11/2005 ⁽³⁾ | 03/01/2012 | Common Stock | 12,100 |
| Option to Buy | \$ 32.81 | 08/11/2005 | | M | 87,900 | 08/11/2005 ⁽³⁾ | 03/06/2012 | Common Stock | 87,900 |

Edgar Filing: MURATORE MICHAEL K - Form 4

| | | | | | | | | |
|---------------|------------|------------|---|---------|---------------------------|------------|--------------|---------|
| Option to Buy | \$ 19.8125 | 08/11/2005 | M | 61,000 | 07/01/2002 | 03/03/2009 | Common Stock | 61,000 |
| Option to Buy | \$ 15.7188 | 08/11/2005 | M | 117,000 | 07/01/2003 | 02/27/2010 | Common Stock | 117,000 |
| Option to Buy | \$ 28.5 | 08/11/2005 | M | 143,000 | 07/01/2004 | 03/07/2011 | Common Stock | 143,000 |
| Option to Buy | \$ 32.81 | 08/11/2005 | M | 115,125 | 12/31/2004 | 03/06/2012 | Common Stock | 115,125 |
| Option to Buy | \$ 19.35 | 08/11/2005 | M | 146,375 | 08/11/2005 ⁽³⁾ | 03/03/2013 | Common Stock | 146,375 |
| Option to Buy | \$ 28.03 | 08/11/2005 | M | 159,625 | 08/11/2005 ⁽³⁾ | 02/25/2014 | Common Stock | 159,625 |
| Option to Buy | \$ 26.08 | 08/11/2005 | M | 173,625 | 08/11/2005 ⁽³⁾ | 03/03/2015 | Common Stock | 173,625 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MURATORE MICHAEL K SUNGARD 333 LAUREL OAK ROAD, SUITE 150 VOORHEES, NJ 08043 | | | Executive Vice President | |

Signatures

Leslie S. Brush, Attorney-in-fact for Michael K. Muratore
Date: 08/12/2005

**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) In connection with the merger of Solar Capital Corp. with and into the Issuer, shares of the Issuer are being contributed in exchange for equity in the acquiring entities valued, in the aggregate, at an amount equal to \$36.00 per share contributed.
- (2) Includes shares acquired under Issuer's employee stock purchase plan through 03/31/05.
- (3) Immediately before the effective time of the merger of Solar Capital Corp. with and into the Issuer, all unvested options became fully vested and immediately exercisable.
- (4) In connection with the merger of Solar Capital Corp. with and into the Issuer, shares of the Issuer's common stock were cancelled in the merger for \$36 per share.

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.