

Lamm Jacob
Form 4/A
May 22, 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 *
Lamm Jacob

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/13/2013

____ Director
 Officer (give title below) _____ Other (specify below)
EVP, STRATEGY & CORPORATE DEV

ISLANDIA, NY 11749

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)
05/15/2013

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount or Price | | |
| Common Stock, \$.10 par value | 05/14/2013 | | M | | 28,286 (1) \$ 21.77 | A | D |
| Common Stock, \$.10 par value | 05/14/2013 | | M | | 10,000 (1) \$ 24.28 | A | D |
| Common Stock, \$.10 par value | 05/14/2013 | | M | | 16,040 (1) \$ 19.46 | A | D |
| Common Stock, \$.10 | 05/14/2013 | | M | | 8,430 (1) \$ 21.78 | A | D |

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par value

| | | | | | | | |
|-------------------------------------|------------|---|----------------------|---|-------------------------------|--------|---|
| Common Stock, \$.10 par value | 05/14/2013 | S | <u>77,225</u> (1) | D | \$ 27.15 <u>(2) (3)</u> | 39,011 | D |
|-------------------------------------|------------|---|----------------------|---|-------------------------------|--------|---|

| | | | | | | | | |
|-------------------------------------|--|--|--|--|--|---------|---|---------------------------|
| Common Stock, \$.10 par value | | | | | | 163,519 | I | 401(k) Plan <u>(4)</u> |
|-------------------------------------|--|--|--|--|--|---------|---|---------------------------|

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

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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 or Number of Shares |
| Employee Stock Option (right to buy) | \$ 26.98 | 05/13/2013 | | A | 62,379 | <u>(5)</u> 05/13/2023 | Common Stock, \$.10 par value 62,379 |
| Employee Stock Option (right to buy) | \$ 21.77 | 05/14/2013 | | M | 28,286 <u>(1)</u> | <u>(6)</u> 08/02/2016 | Common Stock, \$.10 par value 28,286 |
| Employee Stock Option (right to buy) | \$ 24.28 | 05/14/2013 | | M | 10,000 <u>(1)</u> | <u>(7)</u> 09/14/2016 | Common Stock, \$.10 par value 10,000 |
| Employee Stock Option (right to buy) | \$ 19.46 | 05/14/2013 | | M | 16,040 <u>(1)</u> | <u>(8)</u> 06/25/2017 | Common Stock, \$.10 par value 16,040 |
| | \$ 21.78 | 05/14/2013 | | M | | <u>(9)</u> 06/14/2018 | 8,400 |

| | | |
|--|---------------------|--|
| Employee Stock Option (right to buy) | 8,430 <u>(1)</u> | Common Stock, \$.10 par value |
|--|---------------------|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | Other |
|--|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | |
| Lamm Jacob ONE CA PLAZA ISLANDIA, NY 11749 | | | EVP, STRATEGY & CORPORATE DEV | |

Signatures

/s/ Jacob Lamm by Brandt Schmidt as
attorney-in-fact

05/22/2013

__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) The transactions reported on this line were effected pursuant to a Rule 10b5-1 trading plan.
- (2) Indicates the weighted average sale price of sales effected on the transaction date. Sale prices ranged from \$26.970 to \$27.275.
- (3) 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.
- (4) Shares held in the CA Savings Harvest Plan, a 401(k) Plan. Information presented as of May 7, 2013.
- (5) This option becomes exercisable over three years as follows: 34% on May 13, 2014, 33% on May 13, 2015 and 33% on May 13, 2016.
- (6) This option became exercisable over a three-year period as follows: 34% on August 2, 2007, 33% on August 2, 2008 and 33% on August 2, 2009.
- (7) This option became exercisable over a three-year period as follows: 34% on September 14, 2007, 33% on September 14, 2008 and 33% on September 14, 2009.
- (8) This option becomes exercisable over a three-year period as follows: 34% on June 25, 2011, 33% on June 25, 2012 and 33% on June 25, 2013.
- (9) This option becomes exercisable over a three-year period 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. 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.