COMPUTER ASSOCIATES INTERNATIONAL INC Form 8-K April 22, 2004

# 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

|   | April 21, 2004                                |                                   |
|---|---|-----------------------------------|
|   | port: (Date of earliest event re              |                                   |
| -   | iter Associates International, l              |                                   |
|   | e of Registrant as Specified in               |                                   |
| Delaware  | 1-9247  | 13-2857434                        |
| (State or Other Jurisdiction of Incorporation)    |   | (IRS Employer Identification No.) |
| One Computer Associates Plaza, Islandia, New York |   | 11749                             |
| (Address of Principal Executive Offices)          |   | (Zip Code)                        |
| Registrant's telephone                            | e number, including area code  Not Applicable | e: (631) 342-6000                 |
| (Former name or i                                 | former address, if changed sin                | ace last report)                  |

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#### **Item 5.** Other Events

On April 21, 2004 Standard & Poor's Ratings Services announced that it lowered its corporate credit rating on Computer Associates International, Inc. to BBB-/Watch Neg/A-3 from BBB+/Watch Neg/A-2 and that the ratings remain on CreditWatch with negative implications.

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#### **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.

Dated: April 21, 2004 By: /s/ Jeff Clarke

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Jeff Clarke

Executive Vice President and Chief Financial

Officer