AMDOCS LTD Form SC 13D/A November 03, 2005

SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

SCHEDULE 13D/A (Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULE 13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(a)

(Amendment No. 12)

AMDOCS LIMITED

(Name of Issuer)

Ordinary Shares, par value (pound) 0.01

(Title of Class of Securities)

G02602 10 3

(Cusip Number)

Wayne Wirtz, Esq.
SBC Communications Inc.
175 East Houston
San Antonio, TX 78205
(210) 351-3736

(Name and Address, and Telephone Number of Person Authorized to Receive Notices and Communications)

November 1, 2005

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box [].

(continued on following pages)
 (Page 1 of 11 Pages)

CUSIP NO. G02602 10 3 13D/A Page 2 of 11 Pages

NAME OF REPORTING PERSON SBC COMMUNICATIONS INC. S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON 43-1301883

2	CHECK THE APPR	(a) [] (b) []				
3	SEC USE ONLY					
4	SOURCE OF FUND	AF				
5	CHECK BOX IF D IS REQUIRED PU	[]				
6	CITIZENSHIP OR	R PLACE OF ORGANIZATION	Delaware			
	NUMBER OF	7 SOLE VOTING POWER	6,200,000			
	SHARES BENEFICIALLY OWNED BY	8 SHARED VOTING POWER	4,547,698			
	EACH REPORTING PERSON	9 SOLE DISPOSITIVE POWER	6,200,000			
	WITH	10 SHARED DISPOSITIVE POWER	4,547,698			
11	AGGREGATE AMO BY EACH REPOR	OUNT BENEFICIALLY OWNED	10,747,698			
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES [
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 5.4					
13	PERCENT OF CL	ASS REPRESENTED BY AMOUNT IN ROW (II)				
13 14 	PERCENT OF CL		нс			
14		RTING PERSON	HC HC Page 3 of 11 Pages			
14 	TYPE OF REPOR	RTING PERSON 13D/A	Page 3 of 11 Pages			
14 	TYPE OF REPORT IP NO. G02602 10 3 NAME OF REPORT S.S. OR I.R.S. CHECK THE APPR	13D/A TING PERSON SBC IDENTIFICATION NO. OF ABOVE PERSON ROPRIATE BOX IF A MEMBER OF A GROUP	Page 3 of 11 Pages			
14 CUS:	TYPE OF REPORT IP NO. G02602 10 3 NAME OF REPORT S.S. OR I.R.S. CHECK THE APPR	13D/A TING PERSON SBC IDENTIFICATION NO. OF ABOVE PERSON ROPRIATE BOX IF A MEMBER OF A GROUP	Page 3 of 11 Pages INTERNATIONAL, INC. 43-1380735 (a) [] (b) []			
114	TYPE OF REPORT IP NO. G02602 10 3 NAME OF REPORT S.S. OR I.R.S. CHECK THE APPR	13D/A TING PERSON SBC IDENTIFICATION NO. OF ABOVE PERSON COPRIATE BOX IF A MEMBER OF A GROUP	Page 3 of 11 Pages INTERNATIONAL, INC. 43-1380735 (a) [] (b) []			
114	TYPE OF REPORT IP NO. G02602 10 3 NAME OF REPORT S.S. OR I.R.S. CHECK THE APPR SEC USE ONLY SOURCE OF FUND CHECK BOX IF D	13D/A TING PERSON SBC IDENTIFICATION NO. OF ABOVE PERSON COPRIATE BOX IF A MEMBER OF A GROUP OS DISCLOSURE OF LEGAL PROCEEDINGS URSUANT TO ITEM 2(d) or 2(e)	Page 3 of 11 Pages INTERNATIONAL, INC. 43-1380735 (a) [] (b) []			
114 	TYPE OF REPORT IP NO. G02602 10 3 NAME OF REPORT S.S. OR I.R.S. CHECK THE APPR SEC USE ONLY SOURCE OF FUND CHECK BOX IF D IS REQUIRED PU	13D/A TING PERSON SBC IDENTIFICATION NO. OF ABOVE PERSON ROPRIATE BOX IF A MEMBER OF A GROUP OS DISCLOSURE OF LEGAL PROCEEDINGS URSUANT TO ITEM 2(d) or 2(e)	Page 3 of 11 Pages INTERNATIONAL, INC. 43-1380735 (a) [] (b) [] WC			
114 1 14 1 1 2 3 3 5	TYPE OF REPORT IP NO. G02602 10 3 NAME OF REPORT S.S. OR I.R.S. CHECK THE APPR SEC USE ONLY SOURCE OF FUND CHECK BOX IF D IS REQUIRED PU CITIZENSHIP OR	13D/A TING PERSON SBC TIDENTIFICATION NO. OF ABOVE PERSON ROPRIATE BOX IF A MEMBER OF A GROUP OS DISCLOSURE OF LEGAL PROCEEDINGS VIRSUANT TO ITEM 2(d) or 2(e) R PLACE OF ORGANIZATION 7 SOLE VOTING POWER	Page 3 of 11 Pages INTERNATIONAL, INC. 43-1380735 (a) [] (b) [] WC [] Delaware			
114 1 CUS: 2 2 3 3 5	TYPE OF REPORT IP NO. G02602 10 3 NAME OF REPORT S.S. OR I.R.S. CHECK THE APPR SEC USE ONLY SOURCE OF FUND CHECK BOX IF D IS REQUIRED PU CITIZENSHIP OR NUMBER OF SHARES BENEFICIALLY OWNED BY	13D/A TING PERSON SBC TING PERSON OF ABOVE PERSON ROPRIATE BOX IF A MEMBER OF A GROUP OS DISCLOSURE OF LEGAL PROCEEDINGS WRIGHT TO ITEM 2(d) or 2(e)	Page 3 of 11 Pages INTERNATIONAL, INC. 43-1380735 (a) [] (b) [] WC [] Delaware			
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11	AGGREGATE AMO BY EACH REPOI		NEFICIALLY OWNED ERSON	4,547,698		
12	CHECK BOX IF ROW (11) EXC					
13	PERCENT OF C) 2.3%				
14	TYPE OF REPOI	RTING PE	ERSON	СО		
CUSIP	NO. G02602 10 3		13D/A	Page 4 of 11 Pages		
1	NAME OF REPORTS		SON SBC OPT	ION DELIVERY L.L.C.		
2	CHECK THE APPRO	DPRIATE	BOX IF A MEMBER OF A GROUP	(a) [] (b) []		
3	SEC USE ONLY					
4	SOURCE OF FUNDS					
5			RE OF LEGAL PROCEEDINGS TO ITEM 2(d) or 2(e)	[]		
6	CITIZENSHIP OR PLACE OF ORGANIZATION			Delaware		
	NUMBER OF	7	SOLE VOTING POWER	0		
	SHARES BENEFICIALLY OWNED BY	8	SHARED VOTING POWER	500,000		
	EACH REPORTING	9	SOLE DISPOSITIVE POWER	0		
	PERSON WITH	10	SHARED DISPOSITIVE POWER	500,000		
11	AGGREGATE AMOU BY EACH REPORT		EFICIALLY OWNED	500,000		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES			[]		
13	PERCENT OF CLA		RESENTED BY AMOUNT IN ROW (11)	0.3%		
14	TYPE OF REPOR	 ΓING PE		CO		

Page 5 of 11 Pages

AMENDMENT NO. 12 TO SCHEDULE 13D RELATING TO ORDINARY SHARES OF AMDOCS LIMITED

This statement on Schedule 13D filed on February 22, 2000 (the "Original 13D"), as amended by Amendment No. 1 filed on February 22, 2001, Amendment No. 2 filed on February 27, 2001, Amendment No. 3 filed on June 21, 2001, Amendment No. 4 filed on December 7, 2001, Amendment No. 5 filed on December 7, 2001, Amendment No. 6 filed on January 31, 2002, Amendment No. 7 filed on September 9, 2002, Amendment No. 8 filed on November 14, 2002, and Amendment No. 9 filed on June 17, 2004, Amendment No. 10 filed on September 27, 2004, and Amendment No. 11 filed on December 28, 2004, by SBC Communications Inc. ("SBC") is hereby further amended to report a change in ownership of shares of Amdocs Limited (the "Company").

Item 1. Security and Issuer

This statement relates to the Ordinary Shares, par value (pound) 0.01 (the "Shares"), of Amdocs Limited, a company organized under the laws of the Island of Guernsey. The Shares trade on the New York Stock Exchange under the symbol "DOX". The principal executive office of the Company is Suite 5, Tower Hill House Le Bordage, St. Peter Port, Island of Guernsey, GY1 3QT Channel Islands.

Item 2. Identity and Background

(c) The name, and principal occupations of each executive officer and director of SBC, SBC International, Inc. ("SBCI"), and SBC Hedging Management L.L.C. (as manager of SBC Option Delivery L.L.C. ("SBCO")) are set forth in Exhibits I, 2 and 3 hereto, respectively, and incorporated herein by reference. The principal business address for the named individuals on Exhibits 1, 2 and 3 is 175 E. Houston, San Antonio, Texas, 78205, USA.

Item 4. Purpose of Transaction

On November 1, 2005, SBCO sold 2,695,823 Shares to SBCI.

Page 6 of 11 Pages

Item 5. Interest in Securities of the Issuer

(a) SBCI, a wholly-owned subsidiary of SBC, beneficially owns 4,547,698 Shares representing 2.3% of the outstanding ordinary Shares class. SBCO, a wholly-owned subsidiary of SBCI, beneficially owns 500,000 Shares representing 0.3% of the outstanding ordinary Shares class. As of June 30, 2005, the capital structure of the Company consists of 199,239,000 Shares (according to Form 6-K filed by the Company on August 15, 2005). SBC possesses ultimate beneficial ownership of the reported Shares by virtue of its ownership of SBCI and SBCO.

(b) SBC beneficial ownership interest:

SBCI beneficial ownership interest(1):

Sole power to dispose or to direct the disposition of.........0 Shares Shared power to dispose or direct the disposition of...4,547,698 Shares

SBCO beneficial ownership interest(2):

Percent of class	0.3%
Sole power to vote or to direct the vote	Shares
Shared power to vote or to direct the vote500,000	Shares
Sole power to dispose or to direct the disposition of0	Shares
Shared power to dispose or direct the disposition of500,000	Shares

- (1) SBC has ultimate $\mbox{control}$ over these Shares by virtue of its ownership of SBCI.
- (2) Each of SBC and SBCI has ultimate control over these Shares by virtue of their ownership of SBCO. (c) During the last sixty days, SBCO disposed of Shares as follows:

Transaction	Type of Transaction	Number of	Average Price
Date		Shares	Per Share
11/01/05	Transfer between subsidiaries	2,695,823	\$26.47

Page 7 of 11 Pages

Item 7. Material to be Filed as Exhibits

Exhibit No. Description

- 1 Directors and Executive Officers of SBC Communications Inc.
- 2 Directors and Executive Officers of SBC International, Inc.
- Directors and Executive Officers of SBC Hedging Management L.L.C. (as manager of SBC Option Delivery L.L.C.)

Page 8 of 11 Pages

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, ${\tt I}$ certify that the information set forth in this statement is true, complete and correct.

SBC COMMUNICATIONS INC.

Dated: November 3, 2005 By: /s/ James S. Kahan James S. Kahan

Senior Vice President - Corporate Development

SBC INTERNATIONAL, INC.

Dated: November 3, 2005 By: /s/ James S. Kahan

James S. Kahan

Executive Vice President - Development

SBC OPTION DELIVERY L.L.C.

By SBC Hedging Management L.L.C. Manager of SBC Option Delivery L.L.C.

Dated: November 3, 2005 By: /s/ Harold E. Rainbolt

Harold E. Rainbolt

Director, SBC Hedging Management L.L.C.