CA, INC. Form 4 June 02, 2008

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may continue. See Instruction Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

Common

par value

Stock, \$.10 05/29/2008

(Print or Type Responses)

1. Name and Address of Reporting Person * COOPER NANCY E			2. Issuer Name and Ticker or Trading Symbol CA, INC. [CA]				g	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	Middle)	3. Date of Earliest Transaction					• • • • • • • • • • • • • • • • • • • •			
ONE CA PLAZA			(Month/Day/Year) 05/29/2008					Director 10% Owner Other (specify below) EVP & CFO			
		4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check				
ISLANDIA (City)	Filed(Month/Day/Year) Table L. Non-Derivative Securities Acquired					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person quired, Disposed of, or Beneficially Owned					
1.Title of	2. Transaction Date	2A Deer		3.	4. Securiti		-	5. Amount of	6.	7. Nature of	
Security (Instr. 3)	(Month/Day/Year)	Execution any (Month/D	Date, if		Amount	sposed	of (D)	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect	
Common Stock, \$.10 par value	05/29/2008			A	64,494 (1)	A	\$ 0	130,328	D		

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

F

6.787

D

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SEC 1474

(9-02)

123,541

D

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date		4. T	5.	6. Date Exerc		7. Title		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired	Acquired					Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title Number of	Number		
						Exercisable			of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

COOPER NANCY E ONE CA PLAZA ISLANDIA, NY 11749

EVP & CFO

Signatures

/s/ Clifford H.R. DuPree, by power of attorney

06/02/2008

**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) Represents restricted stock which vests as follows: 34% on May 29, 2008, 33% on May 29, 2009 and 33% May 29, 2010.

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.

Reporting Owners 2