DENNING STEVEN A

Form 4

November 05, 2004

FORM 4

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

OMB Number:

3235-0287

0.5

Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

OMB APPROVAL

Estimated average

burden hours per response...

subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

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

SECURITIES

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **DENNING STEVEN A** Issuer Symbol SRA INTERNATIONAL INC (Check all applicable) [SRX] X_ Director (Last) (First) (Middle) 3. Date of Earliest Transaction

(Month/Day/Year) C/O GENERAL ATLANTIC 11/04/2004

10% Owner Officer (give title _ Other (specify

SERVICE CORPORATION, 3 PICKWICK PLAZA

> (Street) 4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

GREENWICH, CT 06830

(City)	(State)	(Zip) Tabl	e I - Non-D	erivative Se	ecuriti	es Acqı	uired, Disposed of	f, or Beneficial	ly 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. Securitie on(A) or Disp (Instr. 3, 4)	posed o	of (D)	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)
Class A Common Stock	11/04/2004		S	361,626	,	\$ 58	1,674,898 (4)	I	See <u>(1)</u>
Class A Common Stock	11/04/2004		S	28,550	D	\$ 58	1,674,898 (4)	I	See (2)
Class A Common Stock	11/04/2004		S	45,304	D	\$ 58	1,674,898 (4)	I	See (3)

Edgar Filing: DENNING STEVEN A - Form 4

Class A

Common 11/04/2004 $J_{\underline{(5)}}$ 3,800 D $\underline{(5)}$ 1,674,898 $\underline{(4)}$ I See $\underline{(3)}$

Stock

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)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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. Transacti Code (Instr. 8)	5. orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3	ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

DENNING STEVEN A C/O GENERAL ATLANTIC SERVICE CORPORATION 3 PICKWICK PLAZA GREENWICH, CT 06830



Signatures

Steven A. Denning 11/05/2004

**Signature of Date
Reporting Person

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) By General Atlantic Partners 75, L.P. ("GAP 75"). See footnote 4.
- (2) By GapStar, LLC ("GapStar"). See footnote 4.

Reporting Owners 2

Edgar Filing: DENNING STEVEN A - Form 4

- (3) By GAP Coinvestment Partners II, L.P. ("GAPCO II"). See footnote 4.
 - 1,674,898 shares consists of 1,378,815 shares owned by GAP 75, 108,858 shares owned by GapStar and 187,225 shares owned by
- (4) GAPCO II. General Atlantic Partners, LLC ("GAP LLC") is the general partner of GAP 75 and the sole member of GapStar. The general partners of GAPCO II are also managing members of GAP LLC. Mr. Denning is a managing member of GAP LLC and a general partner of GAPCO II. Mr. Denning disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
- (5) Pro rata distribution of shares of common stock to limited partner.

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.