

STONE WILLIAM C

Form 4

November 23, 2005

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
STONE WILLIAM C

2. Issuer Name **and** Ticker or Trading
Symbol
SS&C TECHNOLOGIES INC
[SSNC]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O SS&C TECHNOLOGIES,
INC., 80 LAMBERTON ROAD

3. Date of Earliest Transaction
(Month/Day/Year)
11/23/2005

☐ Director ☐ 10% Owner
☒ Officer (give title below) Other (specify below)
Chairman & CEO

(Street)
WINDSOR, CT 06095

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☐ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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 Beneficial Ownership (Instr. 4)
common stock	11/22/2005		G	V Amount (D) Price 14,000 D \$ 0	5,858,020	D	
common stock	11/23/2005		D	3,921,958 D \$ 1	1,936,062	D	
common stock	11/23/2005		D	1,936,062 D \$ 37.25	0	D	

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**

SEC 1474
(9-02)

displays a currently valid OMB control number.

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 Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
option to buy	\$ 3.667	11/23/2005		D		150,000		02/17/2004 ⁽³⁾	02/17/2010	common stock	150,000
option to buy	\$ 3.3	11/23/2005		D		150,000		11/23/2005 ⁽⁴⁾	05/31/2011	common stock	150,000
option to buy	\$ 7.993	11/23/2005		D		300,000		11/23/2005 ⁽⁴⁾	04/08/2013	common stock	300,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STONE WILLIAM C C/O SS&C TECHNOLOGIES, INC. 80 LAMBERTON ROAD WINDSOR, CT 06095	X	X	Chairman & CEO	

Signatures

Stephen V. R. Whitman attorney in fact for William C. Stone 11/23/2005

__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) These shares are being contributed to Sunshine Acquisition Corporation in exchange for the issuance by Sunshine Acquisition Corporation to Mr. Stone of approximately 28% of the outstanding equity of Sunshine Acquisition Corporation.

(2) In connection with the merger of Sunshine Merger Corporation with and into the Issuer, these options of Issuer were converted into options to purchase equity in Sunshine Acquisition Corporation based on a formula designed to have the new options equal the intrinsic value of the converted options at the time of conversion.

(3) Twenty five percent (25%) of the options became exercisable on the first anniversary of the date of grant and one thirty-sixth (1/36) of the remainder monthly thereafter.

(4)

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Twenty five percent (25%) of the options became exercisable on the first anniversary of the date of grant and one thirty-sixth (1/36) became exercisable monthly thereafter until November 23, 2005 when all unvested options became fully vested and exercisable immediately before the effective time of the merger of Sunshine Merger Corporation with and into the Issuer.

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.