

ASHTON JAMES E III
Form 4
August 12, 2005

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
ASHTON JAMES E III

2. Issuer Name and Ticker or Trading Symbol
SUNGARD DATA SYSTEMS INC [SDS]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
650 EAST SWEDESFORD ROAD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/11/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Group Chief Executive Officer

WAYNE, PA 19087

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	08/11/2005		M		12,000	A	\$ 15.7813
Common Stock	08/11/2005		M		12,000	A	\$ 11.125
Common Stock	08/11/2005		M		6,000	A	\$ 13.375
Common Stock	08/11/2005		M		12,900	A	\$ 17.2188
Common Stock	08/11/2005		M		20,400	A	\$ 19.8125

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Common Stock	08/11/2005	M	16,800	A	\$ 15.7813	117,135.939	D
Common Stock	08/11/2005	M	36,000	A	\$ 15.7813	153,135.939	D
Common Stock	08/11/2005	M	9,488	A	\$ 15.7188	162,623.939	D
Common Stock	08/11/2005	M	460	A	\$ 15.7188	163,083.939	D
Common Stock	08/11/2005	S	126,048	D	\$ 36	37,035.939	D
Common Stock	08/11/2005	D	<u>37,035.939</u> (3)	D	\$ 36	0	D

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

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(9-02)

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 or Number of Shares
Option to Buy	\$ 15.7813	08/11/2005		M	12,000	05/14/2004	05/19/2009	Common Stock	12,000
Option to Buy	\$ 11.125	08/11/2005		M	12,000	11/30/2004	12/05/2009	Common Stock	12,000
Option to Buy	\$ 13.375	08/11/2005		M	6,000	01/06/2005	01/06/2010	Common Stock	6,000
Option to Buy	\$ 17.2188	08/11/2005		M	12,900	07/02/2001	05/16/2008	Common Stock	12,900
Option to Buy	\$ 19.8125	08/11/2005		M	20,400	08/11/2005 ⁽¹⁾	03/03/2009	Common Stock	20,400
Option to Buy	\$ 15.7813	08/11/2005		M	16,800	08/11/2005 ⁽¹⁾	05/19/2009	Common Stock	16,800

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Option to Buy	\$ 15.7813	08/11/2005	M	36,000	08/11/2005 ⁽¹⁾	05/19/2009	Common Stock	36,000
Option to Buy	\$ 15.7188	08/11/2005	M	9,488	02/22/2005	02/27/2010	Common Stock	9,488
Option to Buy	\$ 15.7188	08/11/2005	M	460	02/22/2005	02/22/2010	Common Stock	460
Option to Buy	\$ 15.7188	08/11/2005	D	2,052	02/22/2005	02/22/2010	Common Stock	2,052
Option to Buy	\$ 18.9063	08/11/2005	D	40,000	08/11/2005 ⁽¹⁾	08/22/2010	Common Stock	40,000
Option to Buy	\$ 23.655	08/11/2005	D	40,000	08/11/2005 ⁽¹⁾	11/18/2010	Common Stock	40,000
Option to Buy	\$ 28.5	08/11/2005	D	20,000	08/11/2005 ⁽¹⁾	03/07/2011	Common Stock	20,000
Option to Buy	\$ 28.5	08/11/2005	D	61,200	08/11/2005 ⁽¹⁾	03/07/2011	Common Stock	61,200
Option to Buy	\$ 32.81	08/11/2005	D	45,450	12/31/2004	03/06/2012	Common Stock	45,450
Option to Buy	\$ 19.35	08/11/2005	D	63,150	08/11/2005 ⁽¹⁾	03/03/2013	Common Stock	63,150
Option to Buy	\$ 28.03	08/11/2005	D	66,800	08/11/2005 ⁽¹⁾	02/25/2014	Common Stock	66,800
Option to Buy	\$ 26.08	08/11/2005	D	74,900	08/11/2005 ⁽¹⁾	03/03/2015	Common Stock	74,900

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ASHTON JAMES E III 650 EAST SWEDES FORD ROAD WAYNE, PA 19087			Group Chief Executive Officer	

Signatures

Leslie S. Brush, Attorney-in-Fact for James E. Ashton, III

08/12/2005

**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) Immediately before the effective time of the merger of Solar Capital Corp. with and into the Issuer, all unvested options became fully vested and immediately exercisable.

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- (2) In connection with the merger of Solar Capital Corp. with and into the Issuer, stock options of the Issuer were converted into options to purchase equity in the acquiring entities based on a formula designed to equal the current intrinsic value of the converted options.
- (3) In connection with the merger of Solar Capital Corp. with and into the Issuer, shares of the Issuer's common stock were cancelled in the merger for \$36 per share.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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