

MANN JAMES L
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 *
MANN JAMES L

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)

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

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman of the Board

SUNGARD DATA SYSTEMS INC., 680 EAST SWEDES FORD ROAD

(Street)

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

WAYNE, PA 19087

(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 Ownership (Instr. 4)
				(A) or (D)	Amount or Price		
Common Stock	08/11/2005		D	(3)	158,576 \$ 36 0	D	

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

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SEC 1474 (9-02)

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

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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 Underlying Securities (Instr. 3 and 4)	Amount	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Number of Shares
Option to Buy	\$ 6.5625	08/11/2005		D		200,000	10/26/1999 10/31/2005	Common Stock	200,000
Option to Buy	\$ 6.5625	08/11/2005		D		300,000	10/26/1999 10/31/2005	Common Stock	300,000
Option to Buy	\$ 7.25	08/11/2005		D		200,000	01/02/2000 01/07/2006	Common Stock	200,000
Option to Buy	\$ 18.9063	08/11/2005		D		26,440	08/11/2005 ⁽²⁾ 08/17/2010	Common Stock	26,440
Option to Buy	\$ 18.9063	08/11/2005		D		373,560	08/11/2005 ⁽²⁾ 08/22/2010	Common Stock	373,560
Option to Buy	\$ 28.235	08/11/2005		D		200,000	05/11/2005 05/16/2011	Common Stock	200,000
Option to Buy	\$ 32.81	08/11/2005		D		250,000	08/11/2005 ⁽²⁾ 03/06/2012	Common Stock	250,000
Option to Buy	\$ 26.08	08/11/2005		D		157,000	08/11/2005 ⁽²⁾ 03/03/2015	Common Stock	157,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MANN JAMES L SUNGARD DATA SYSTEMS INC. 680 EAST SWEDES FORD ROAD WAYNE, PA 19087	X			Chairman of the Board

Signatures

Leslie S. Brush, Attorney-in-fact for James L. Mann
 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) The option was cancelled in connection with the merger of Solar Capital Corp. with and into the Issuer and converted into a right to receive a cash payment equal to the amount by which \$36.00 (the per share merger consideration) exceeds the exercise price of the

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option.

- (2) 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.
- (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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