

Lamm Jacob
Form 4
March 13, 2018

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 *
Lamm Jacob

2. Issuer Name and Ticker or Trading Symbol
CA, INC. [CA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
520 MADISON AVENUE

3. Date of Earliest Transaction (Month/Day/Year)
03/09/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP, STRATEGY & CORPORATE DEV

(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

NEW YORK, NY 10022

(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: Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock, \$.10 par value	03/09/2018		M		25,744 (1)	A	\$ 30.45 71,223 D
Common Stock, \$.10 par value	03/09/2018		M		22,379 (1)	A	\$ 26.98 93,602 D
Common Stock, \$.10 par value	03/09/2018		M		29,487 (1)	A	\$ 28.69 123,089 D

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Common Stock, \$.10 par value	03/09/2018	S	77,610 <u>(1)</u>	D	\$ 36.774 <u>(2)</u>	45,479	D	
Common Stock, \$.10 par value						892.943	I	401(k) Plan <u>(3)</u>

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
Employee Stock Option (right to buy)	\$ 30.45	03/09/2018		M	25,744 <u>(1)</u>	<u>(4)</u> 05/29/2025	Common Stock, \$.10 par value 25,744
Employee Stock Option (right to buy)	\$ 26.98	03/09/2018		M	22,379 <u>(1)</u>	<u>(5)</u> 05/13/2023	Common Stock, \$.10 par value 22,379
Employee Stock Option (right to buy)	\$ 28.69	03/09/2018		M	29,487 <u>(1)</u>	<u>(6)</u> 06/02/2024	Common Stock, \$.10 par value 29,487

Reporting Owners

Reporting Owner Name / Address Relationships

Reporting Owners

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Director 10% Owner Officer

Other

Lamm Jacob
520 MADISON AVENUE
NEW YORK, NY 10022

EVP, STRATEGY & CORPORATE DEV

Signatures

/s/ Jacob Lamm by David R. Goldman as
attorney-in-fact

03/13/2018

__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 transactions reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.
Indicates the weighted average sale price of multiple sales effected on the transaction date. Sale prices ranged from \$36.31 to \$37.12,
 - (2) inclusive. The Reporting Person will provide upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
 - (3) Shares held in the CA Savings Harvest Plan, a 401(k) Plan.
 - (4) This option becomes exercisable over a three-year period as follows: 34% on May 29, 2016, 33% on May 29, 2017 and 33% on May 29, 2018.
 - (5) This option became exercisable over a three-year period as follows: 34% on May 13, 2014, 33% on May 13, 2015 and 33% on May 13, 2016.
 - (6) This option became exercisable over a three-year period as follows: 34% on June 2, 2015, 33% on June 2, 2016 and 33% on June 2, 2017.

Remarks:

Exhibit List Exhibit 24 - Power of Attorney

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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