

SS&C Technologies Holdings Inc
 Form 4
 January 03, 2014

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 *
PEDONTI PATRICK J

2. Issuer Name and Ticker or Trading Symbol
SS&C Technologies Holdings Inc [SSNC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
01/02/2014

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP and CFO

C/O SS&C TECHNOLOGIES HOLDINGS, INC., 80 LAMBERTON 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

WINDSOR, CT 06095

(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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	01/02/2014		M	5,032 A \$ 8.77	5,032	D	
Common Stock	01/02/2014 ⁽¹⁾		S ⁽¹⁾	5,032 D \$ 44.1943 ⁽²⁾	0	D	
Common Stock	01/02/2014		M	9,968 A \$ 8.77	9,968	D	
Common Stock	01/02/2014 ⁽¹⁾		S ⁽¹⁾	9,968 D \$ 44.1943	0	D	

(2)

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 (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)	8. Amount or Number of Shares
Stock Option (right to buy)	\$ 8.77	01/02/2014		M	5,032	<u>(3)</u> 08/09/2016	Common Stock	5,032
Stock Option (right to buy)	\$ 8.77	01/02/2014		M	9,968	<u>(4)</u> 08/09/2016	Common Stock	9,968

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PEDONTI PATRICK J C/O SS&C TECHNOLOGIES HOLDINGS, INC. 80 LAMBERTON ROAD WINDSOR, CT 06095			SVP and CFO	

Signatures

Paul G. Igoe, Attorney-in-fact for Patrick J. Pedonti 01/03/2014

**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) Open market transaction pursuant to a 10b5-1 trading plan adopted by the Reporting Person in accordance with Rule 10b5-1 of the Securities Exchange Act of 1934, as amended.

The price reported is the weighted average of the shares sold. The shares were sold at varying prices in the range of \$43.74 to \$44.48. The reporting person undertakes, upon request by the Staff of the Securities and Exchange Commission, or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.

(3) The option is a "time-based" option that vested as to 25% of the shares on November 23, 2006 and as to 1/36 of the shares each month thereafter until fully vested on November 23, 2009.

(4) The option is a "performance-based" option that vested in full on December 31, 2007.

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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