

SS&C TECHNOLOGIES INC
Form 8-K
May 27, 2011

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 8-K
CURRENT REPORT**

Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 24, 2011

SS&C Technologies Holdings, Inc.

(Exact name of registrant as specified in its charter)

Delaware

001-34675

71-0987913

(State or other jurisdiction
of incorporation)

(Commission File Number)

(IRS Employer Identification No.)

SS&C Technologies, Inc.

(Exact name of registrant as specified in its charter)

Delaware

000-28430

06-1169696

(State or other jurisdiction
of incorporation)

(Commission File Number)

(IRS Employer Identification No.)

80 Lamberton Road, Windsor, CT

06095

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: **(860) 298-4500**

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(e) On May 24, 2011, SS&C Technologies Holdings, Inc. (the Company), a Delaware corporation and the parent company of SS&C Technologies, Inc. (SS&C), and William C. Stone, Chairman of the Board and Chief Executive Officer of the Company and SS&C, entered into an Amended and Restated Stock Option Agreement (the Agreement) governing an option (the Option) that SS&C originally granted to Mr. Stone on May 31, 2001 under its 1998 Stock Incentive Plan. Pursuant to the Agreement, the Option (which was previously an option to purchase 637,500 shares of the Company s Common Stock, \$0.01 par value per share, at an exercise price of \$0.78 per share) was amended such that it became an option to purchase 637,500 shares of the Company s Class A Non-Voting Common Stock, \$0.01 par value per share, at an exercise price of \$0.78 per share.

The Agreement is attached hereto as Exhibit 10.1 and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

See Exhibit Index attached hereto.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SS&C TECHNOLOGIES HOLDINGS, INC.

Date: May 27, 2011

By: /s/ Patrick J. Pedonti
Patrick J. Pedonti
Senior Vice President and Chief
Financial Officer

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SS&C TECHNOLOGIES, INC.

Date: May 27, 2011

By: /s/ Patrick J. Pedonti
Patrick J. Pedonti
Senior Vice President and Chief
Financial Officer

EXHIBIT INDEX

| Exhibit No. | Description |
|-------------|--|
| 10.1 | Amended and Restated Stock Option Agreement, dated May 24, 2011, between SS&C Technologies Holdings, Inc. and William C. Stone |