

SS&C Technologies Holdings Inc
 Form 4
 March 22, 2017

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 *
 Etherington William A

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)
 03/20/2017

Director 10% Owner
 Officer (give title below) Other (specify below)

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	03/20/2017		M		6,000 A \$ 30.19	68,500	D
Common Stock	03/20/2017		S		6,000 D \$ 36.0615	62,500	D
Common Stock	03/20/2017		M		6,000 A \$ 30.445	68,500	D
Common Stock	03/20/2017		S		6,000 D \$ 36.0615	62,500	D

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(1)

Common Stock	03/21/2017	M	6,000	A	\$ 11.545	68,500	D
Common Stock	03/21/2017	M	6,000	A	\$ 15.835	74,500	D
Common Stock	03/21/2017	M	6,000	A	\$ 21.385	80,500	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)

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)	8. Amount or Number of Shares
Stock Option (right to buy)	\$ 30.19	03/20/2017		M	6,000	<u>(2)</u> 05/28/2025	Common Stock	6,000
Stock Option (right to buy)	\$ 30.445	03/20/2017		M	6,000	<u>(3)</u> 05/25/2026	Common Stock	6,000
Stock Option (right to buy)	\$ 11.545	03/21/2017		M	6,000	<u>(4)</u> 11/28/2022	Common Stock	6,000
Stock Option (right to buy)	\$ 15.835	03/21/2017		M	6,000	<u>(5)</u> 05/29/2023	Common Stock	6,000
	\$ 21.385	03/21/2017		M	6,000	<u>(6)</u> 05/29/2024		6,000

Stock
Option
(right to
buy)

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Etherington William A C/O SS&C TECHNOLOGIES HOLDINGS, INC. 80 LAMBERTON ROAD WINDSOR, CT 06095	X			

Signatures

Paul G. Igoe, attorney-in-fact for William A. Etherington	03/22/2017
**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).
- The price reported is the weighted average of the shares sold. The shares were sold at varying prices in the range of \$36.02 to \$36.15. The
- (1) reporting person undertakes, upon request by the Staff of 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.
 - (2) The stock option was fully vested as of the date of grant, May 28,2015.
 - (3) The stock option was fully vested as of the date of grant, May 25,2016.
 - (4) The stock option was fully vested as of the date of grant, November 28,2012.
 - (5) The stock option was fully vested as of the date of grant, May 29,2013.
 - (6) The stock option was fully vested as of the date of grant, May 29,2014.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.