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NETEGRITY INC
Form 15-12G
November 24, 2004

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 15

CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION
UNDER SECTION 12 (g) OF THE SECURITIES EXCHANGE ACT OF 1934
OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND
15 (D) OF THE SECURITIES EXCHANGE ACT OF 1934.

Commission File Number: 1-10139

NETEGRITY, INC.

(Exact name of registrant as specified in its charter)

201 JONES ROAD, WALTHAM, MA 02451
TELEPHONE: 781-890-1700

(Address, including zip code, and telephone number, including area code, of
registrant's principal executive offices)

COMMON STOCK, PAR VALUE \$.01 PER SHARE

(Title of each class of securities covered by this Form)

NONE

(Titles of all other classes of securities for which a duty to file reports
under Section 13 (a) or 15 (d) remains)

Please place an X in the box(es) to designate the appropriate rule
provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)(i) <input checked="" type="checkbox"/>	Rule 12h-3(b)(1)(i) <input checked="" type="checkbox"/>
Rule 12g-4(a)(1)(ii) <input type="checkbox"/>	Rule 12h-3(b)(1)(ii) <input type="checkbox"/>
Rule 12g-4(a)(2)(i) <input type="checkbox"/>	Rule 12h-3(b)(2)(i) <input type="checkbox"/>
Rule 12g-4(a)(2)(ii) <input type="checkbox"/>	Rule 12h-3(b)(2)(ii) <input type="checkbox"/>
	Rule 15d-6 <input type="checkbox"/>

Approximate number of holders of record as of the certification or
notice date: 1

Pursuant to the requirements of the Securities Exchange Act of 1934,
Netegrity, Inc. has caused this certification/notice to be signed on its behalf
by the undersigned duly authorized person.

Date: November 24, 2004

NETEGRITY, INC.

By: /s/ Robert B. Lamm

Name: Robert B. Lamm
Title: Vice President and Secretary