

CONCORD COMMUNICATIONS INC

Form 4

June 09, 2005

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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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 \*  
BOLANDER FREDERICK W W

(Last) (First) (Middle)

C/O CONCORD  
COMMUNICATIONS, INC., 600  
NICKERSON ROAD

(Street)

MARLBORO, MA 01752

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
SymbolCONCORD COMMUNICATIONS  
INC [CCRD]3. Date of Earliest Transaction  
(Month/Day/Year)  
06/07/20054. If Amendment, Date Original  
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)  
Director6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person**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 Beneficial Ownership (Instr. 4) |   |   |                    |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|---|---|--------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount                                                                                        | (A) or (D)                                               | Price                                                 |   |   |                    |
| Common Stock                    | 06/07/2005                           |                                                    | D                              |                                                                   | 43,236                                                                                        | D                                                        | \$ 17 <u>(1)</u>                                      | 0 | D |                    |
| Common Stock                    | 06/07/2005                           |                                                    | D                              |                                                                   | 200                                                                                           | D                                                        | \$ 17 <u>(1)</u>                                      | 0 | I | By Wife <u>(2)</u> |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V (A) (D)                                                                                                       | Date Exercisable Expiration<br>Date Date                       | Title Amount<br>or<br>Number<br>of<br>Shares                        |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 23.5                                                               | 06/07/2005                              | 06/07/2005                                                  | D                                       | 5,000                                                                                                           | 06/07/2005 <sup>(3)</sup> 04/30/2006                           | Common<br>Stock 5,000                                               |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 43.375                                                             | 06/07/2005                              | 06/07/2005                                                  | D                                       | 5,000                                                                                                           | 06/07/2005 <sup>(4)</sup> 04/27/2007                           | Common<br>Stock 5,000                                               |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 21.625                                                             | 06/07/2005                              | 06/07/2005                                                  | D                                       | 5,000                                                                                                           | 06/07/2005 <sup>(5)</sup> 04/25/2008                           | Common<br>Stock 5,000                                               |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 19.7                                                               | 06/07/2005                              | 06/07/2005                                                  | D                                       | 7,500                                                                                                           | 06/07/2005 <sup>(6)</sup> 04/24/2010                           | Common<br>Stock 7,500                                               |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 12.5                                                               | 06/07/2005                              | 06/07/2005                                                  | D                                       | 3,750                                                                                                           | 06/07/2005 <sup>(7)</sup> 04/30/2011                           | Common<br>Stock 3,750                                               |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 12.1                                                               | 06/07/2005                              | 06/07/2005                                                  | D                                       | 5,625                                                                                                           | 06/07/2005 <sup>(8)</sup> 05/05/2012                           | Common<br>Stock 5,625                                               |

## Reporting Owners

| Reporting Owner Name / Address                             | Relationships |           |          |       |
|------------------------------------------------------------|---------------|-----------|----------|-------|
|                                                            | Director      | 10% Owner | Officer  | Other |
| BOLANDER FREDERICK W W<br>C/O CONCORD COMMUNICATIONS, INC. | X             |           | Director |       |

600 NICKERSON ROAD  
MARLBORO, MA 01752

## Signatures

/s/ Douglas A. Batt, Pursuant to a Power of  
Attorney

06/09/2005

\_\_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) Disposed of pursuant to the merger agreement between Concord Communications and Computer Associates in exchange for the right to receive \$17.00 per share

(2) The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

This option was assumed by Computer Associates in the merger and replaced with an option to purchase 3,127 shares of Computer Associates common stock for \$37.57 per share. Pursuant to its terms, this option became fully vested upon the consummation of Computer Associates' acquisition of Concord Communications

This option was assumed by Computer Associates in the merger and replaced with an option to purchase 3,127 shares of Computer Associates common stock for \$69.35 per share. Pursuant to its terms, this option became fully vested upon the consummation of Computer Associates' acquisition of Concord Communications

This option was assumed by Computer Associates in the merger and replaced with an option to purchase 3,127 shares of Computer Associates common stock for \$34.58 per share. Pursuant to its terms, this option became fully vested upon the consummation of Computer Associates' acquisition of Concord Communications

This option was assumed by Computer Associates in the merger and replaced with an option to purchase 4,691 shares of Computer Associates common stock for \$31.50 per share. Pursuant to its terms, this option became fully vested upon the consummation of Computer Associates' acquisition of Concord Communications

This option was assumed by Computer Associates in the merger and replaced with an option to purchase 2,345 shares of Computer Associates common stock for \$19.99 per share. Pursuant to its terms, this option became fully vested upon the consummation of Computer Associates' acquisition of Concord Communications

This option was assumed by Computer Associates in the merger and replaced with an option to purchase 3,518 shares of Computer Associates common stock for \$19.35 per share. Pursuant to its terms, this option became fully vested upon the consummation of Computer Associates' acquisition of Concord Communications

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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