SERENA SOFTWARE INC

Form 4 June 13, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Person

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obligations

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

may continue. See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading PENDER ROBERT I JR Issuer Symbol SERENA SOFTWARE INC [SRNA] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner Other (specify _X__ Officer (give title 2755 CAMPUS DRIVE, 3RD 06/10/2005 below) **FLOOR** Sr. VP Finance & Admin; CFO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

SAN MATEO, CA 94403-2538

| (City) | (State) | (Zip) Tabl | le I - Non-I | Derivative | Secui | rities Acqu | ired, Disposed of | , or Beneficiall | y Owned |
|--------------------------------------|---|---|--|---|-----------|--------------|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactic Code (Instr. 8) | 4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | Code V | Amount | or (D) | Price | Transaction(s) (Instr. 3 and 4) | | |
| Common Stock | 06/10/2005 | | M | 7,812 | A | \$ 9.07 | 8,990 | D | |
| Common Stock | 06/10/2005 | | S | 7,812 (1) | D | \$ 19.661 | 1,178 | D | |
| Common Stock | 06/10/2005 | | M | 3,510 | A | \$ 14.66 | 4,688 | D | |
| Common Stock | 06/10/2005 | | S | 3,510 (1) | D | \$ 19.661 | 1,178 | D | |
| Common Stock | 06/10/2005 | | S | 1,178 (1) | D | \$ 19.661 | 0 | D | |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount Underlying Securitie (Instr. 3 and 4) | |
|---|---|---|---|---|---------|--|--------------------|---|---------------------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amour or Number of Shares |
| Non-Qualified Stock Option (right to buy) | \$ 9.07 | 06/10/2005 | | M | 7,812 | (2) | 08/14/2012 | Common Stock | 7,81 |
| Non-Qualified Stock Option (right to buy) | \$ 14.66 | 06/10/2005 | | M | 3,510 | <u>(2)</u> | 02/19/2013 | Common Stock | 3,51 |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

PENDER ROBERT I JR 2755 CAMPUS DRIVE, 3RD FLOOR SAN MATEO, CA 94403-2538

Sr. VP Finance & Admin; CFO

Signatures

ROBERT I. 06/13/2005 PENDER, JR.

**Signature of Reporting Date
Person

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) This sale was subject to a prearranged 10b5-1 Sales Plan.

(2)

Reporting Owners 2

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The option vests over a period of four years with 25% of the shares subject thereto vesting on the first anniversary of the date of grant and the remaining shares vesting ratably on a monthly basis thereafter.

Remarks:

The 1,178 shares listed in Table I, Section 5, represent shares purchased on June 1, 2005 through the Employee Stock Purchas 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.