

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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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 *
 BOLANDER FREDERICK W W

2. Issuer Name and Ticker or Trading Symbol
 CONCORD COMMUNICATIONS INC [CCRD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 06/07/2005

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

C/O CONCORD COMMUNICATIONS, INC., 600 NICKERSON 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

MARLBORO, MA 01752

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | 06/07/2005 | | D | (A) or (D) V Amount Price 43,236 D \$ 17 (1) | 0 | D | |
| Common Stock | 06/07/2005 | | D | (A) or (D) V Amount Price 200 D \$ 17 (1) | 0 | I | By Wife (2) |

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

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SEC 1474 (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 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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Stock Option (Right to Buy) | \$ 23.5 | 06/07/2005 | 06/07/2005 | D | 5,000 | 06/07/2005 ⁽³⁾ 04/30/2006 | Common Stock | 5,000 |
| Stock Option (Right to Buy) | \$ 43.375 | 06/07/2005 | 06/07/2005 | D | 5,000 | 06/07/2005 ⁽⁴⁾ 04/27/2007 | Common Stock | 5,000 |
| Stock Option (Right to Buy) | \$ 21.625 | 06/07/2005 | 06/07/2005 | D | 5,000 | 06/07/2005 ⁽⁵⁾ 04/25/2008 | Common Stock | 5,000 |
| Stock Option (Right to Buy) | \$ 19.7 | 06/07/2005 | 06/07/2005 | D | 7,500 | 06/07/2005 ⁽⁶⁾ 04/24/2010 | Common Stock | 7,500 |
| Stock Option (Right to Buy) | \$ 12.5 | 06/07/2005 | 06/07/2005 | D | 3,750 | 06/07/2005 ⁽⁷⁾ 04/30/2011 | Common Stock | 3,750 |
| Stock Option (Right to Buy) | \$ 12.1 | 06/07/2005 | 06/07/2005 | D | 5,625 | 06/07/2005 ⁽⁸⁾ 05/05/2012 | Common Stock | 5,625 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------|-------|
| | Director | 10% Owner | Officer | Other |
| BOLANDER FREDERICK W W 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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