

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 \*  
BATT DOUGLAS A

(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 Symbol  
CONCORD COMMUNICATIONS INC [CCRD]

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

4. 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)  
EVP & General Counsel

6. 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 Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	

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)**

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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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 13.05	06/07/2005		D	1,688	06/07/2005 <sup>(1)</sup>	11/14/2006	Common Stock	1,688
Employee Stock Option (Right to Buy)	\$ 7.51	06/07/2005		D	17,500	06/07/2005 <sup>(2)</sup>	11/18/2010	Common Stock	17,500
Employee Stock Option (Right to Buy)	\$ 14.65	06/07/2005		D	9,374	06/07/2005 <sup>(3)</sup>	10/08/2011	Common Stock	9,374
Employee Stock Option (Right to Buy)	\$ 14.65	06/07/2005		D	21,877	06/07/2005 <sup>(4)</sup>	10/08/2011	Common Stock	21,877

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BATT DOUGLAS A C/O CONCORD COMMUNICATIONS, INC. 600 NICKERSON ROAD MARLBORO, MA 01752			EVP & General Counsel	

## Signatures

/s/ Douglas A. Batt  
 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) This option was assumed by Computer Associates in the merger and replaced with an option to purchase 1,055 shares of Computer Associates common stock for \$20.87 per share. In accordance with the Amendment and Restated Management Change in Control Agreement between Mr. Batt and Concord Communications, this option became fully vested upon the consummation of the merger
- (2) This option was assumed by Computer Associates in the merger and replaced with an option to purchase 10,946 shares of Computer Associates common stock for \$12.01 per share. In accordance with the Amendment and Restated Management Change in Control Agreement between Mr. Batt and Concord Communications, this option became fully vested upon the consummation of the merger
- (3) This option was assumed by Computer Associates in the merger and replaced with an option to purchase 5,863 shares of Computer Associates common stock for \$23.43 per share. In accordance with the Amendment and Restated Management Change in Control Agreement between Mr. Batt and Concord Communications, this option became fully vested upon the consummation of the merger
- (4) This option was assumed by Computer Associates in the merger and replaced with an option to purchase 13,684 shares of Computer Associates common stock for \$23.43 per share. In accordance with the Amendment and Restated Management Change in Control Agreement between Mr. Batt and Concord Communications, this option became fully vested upon the consummation of the merger

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.