## Edgar Filing: STEAKLEY JOSEPH N - Form 4

STEAKLE Form 4	Y JOSEPH N								
February 27	7, 2009								
FORM	OMB APPROVAL								
	COMMISSION	OMB Number:	3235-0287						
Check t if no lor subject Section Form 4 Form 5 obligati may con <i>See</i> Inst 1(b).	nger to 16. or Filed pur ons ntinue.	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							
(Print or Type	Responses)								
1. Name and Address of Reporting Person <u>*</u> STEAKLEY JOSEPH N			. Issuer Name <b>and</b> mbol CA INC/TN [N	d Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First) (A	Middle) 3. ]	Date of Earliest T	ransaction	(Chock an approacto)				
ONE PARK PLAZA			Ionth/Day/Year) 2/25/2009		Director 10% Owner X Officer (give title Other (specify below) below) SVP-Internal Audit Services				
(Street)			If Amendment, Day/Yea	-	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person				
	LE, TN 37203				Form filed by M Person	ore than One R	eporting		
(City)	(State)	(Zip)	Table I - Non-I	Derivative Securities A	cquired, Disposed of	or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Dat any	Code Year) (Instr. 8)	4. Securities nAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	SecuritiesFormulaBeneficially(IOwned(I	Ownership orm: Direct )) or Indirect ) nstr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: Re	port on a separate line	e for each class	of securities benet	ficially owned directly of	or indirectly				
Kenninder, Ke			or securities beller	Persons who res information cont required to resp	spond to the collect ained in this form a ond unless the forn ntly valid OMB cont	are not n	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amour
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	nof Derivative	Expiration Date	Underlying Securit
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 3	8)	Acquired (A) or Disposed (D) (Instr. 3, 4 and 5)	l of				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Share
Non-Qualified Stock Option (right to buy)	\$ 51	02/25/2009		А		3,330		02/25/2009	01/30/2017	Common Stock	3,3

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Other				
STEAKLEY JOSEPH N ONE PARK PLAZA NASHVILLE, TN 37203			SVP-Internal Audit Services					
Signatures								
/s/ Natalie Harrison Cline, Attorney-in-Fact		02/2	27/2009					
**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).

On January 30, 2007, the reporting person was granted an option to purchase 16,650 shares of common stock. The option vests in equal increments of 20% at the end of fiscal years 2007, 2008, 2009, 2010 and 2011 if certain annual EBITDA performance targets are

(1) achieved, subject to "catch up" vesting, such that, options that were eligible to vest but failed to vest at the end of any year noted above will vest if at the end of any subsequent year or at the end of fiscal year 2012, the cumulative total EBITDA earned in all prior years exceeds the cumulative EBITDA target at the end of such fiscal year. The EBITDA performance criteria for 2008 was met, resulting in vesting of the option as to 3,330 shares.

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.