

Burns James
Form 3
May 01, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Burns James
(Last) (First) (Middle)

CERIDIAN CANADA LTD.,Â 675 COCHRANE DRIVE, NORTH TOWER

(Street)

MARKHAM,Â A6Â L3R 0B8

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
04/27/2007

3. Issuer Name and Ticker or Trading Symbol
CERIDIAN CORP /DE/ [CEN]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
EVP & Pres., Ceridian Int'l

5. 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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

Common Stock

2. Amount of Securities Beneficially Owned (Instr. 4)

4,982

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

D Â

4. Nature of Indirect Beneficial Ownership (Instr. 5)

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	Â (1)	02/24/2010	Common Stock	44,300	\$ 18.16	D	Â
Employee Stock Option (Right to Buy)	Â (2)	02/17/2011	Common Stock	12,886	\$ 25.81	D	Â
Restricted Stock Units	Â (3)	Â (3)	Common Stock	2,150	\$ (4)	D	Â
Employee Stock Option (Right to Buy)	Â (5)	04/26/2012	Common Stock	43,900	\$ 34.37	D	Â
Restricted Stock Units	Â (6)	Â (6)	Common Stock	6,620	\$ (4)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Burns James CERIDIAN CANADA LTD. 675 COCHRANE DRIVE, NORTH TOWER MARKHAM,Â A6Â L3R 0B8	Â	Â	Â EVP & Pres., Ceridian Int'l	Â

Signatures

/s/ William E. McDonald,
Attorney-in-fact

05/01/2007

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

- Grant of option to purchase shares of common stock under the Ceridian Corporation Amended and Restated 2001 Long-Term Stock Incentive Plan in a transaction exempt under Rule 16b-3(d). 22,150 shares vested on February 24, 2007 and the remaining 22,150 shares will vest on February 24, 2008.
- (1) Grant of option to purchase shares of common stock under the Ceridian Corporation 2004 Long-Term Stock Incentive Plan, as amended, in a transaction exempt under Rule 16b-3(d). 6,443 shares vest on February 17, 2008 and the remaining 6,443 shares vest on February 17, 2009.
- (2) Grant of restricted stock units under the Ceridian Corporation 2004 Long-Term Stock Incentive Plan, as amended, in a transaction exempt under Rule 16b-3(d). These units vest 1,075 units on February 17, 2008 and 1,075 units on February 17, 2009.
- (3) Each restricted stock unit represents a contingent right to receive one share of Ceridian Corporation's common stock.
- (4) Grant of option to purchase shares of common stock under the Ceridian Corporation 2004 Long-Term Stock Incentive Plan, as amended, in a transaction exempt under Rule 16b-3(d). 14,634 shares vest on April 26, 2008, 14,633 shares vest on April 26, 2009 and 14,633 shares on April 26, 2010.
- (5) Grant of restricted stock units under the Ceridian Corporation 2004 Long-Term Stock Incentive Plan, as amended, in a transaction exempt under Rule 16b-3(d). These units vest 2,207 units on April 26, 2008, 2,207 units on April 26, 2009 and 2,206 units on April 26, 2010.
- (6)

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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