CERIDIAN CORP/DE/

Form 4

August 04, 2006

FORM 4

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue. See Instruction

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

burden hours per response...

Estimated average

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * TURNER RONALD L

2. Issuer Name and Ticker or Trading Symbol

CERIDIAN CORP /DE/ [CEN]

5. Relationship of Reporting Person(s) to

(Check all applicable)

President & CEO

Issuer

below)

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

X Director X_ Officer (give title

10% Owner Other (specify

C/O CERIDIAN CORPORATION, 3311 EAST OLD

(Street)

SHAKOPEE ROAD

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

(Month/Day/Year)

08/02/2006

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

MINNEAPOLIS, MN 55425

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative	Secur	ities Acqu	ired, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	08/02/2006		M	5,072	A	\$ 15.73	299,524	D	
Common Stock	08/02/2006		S	500	D	\$ 23.9	299,024	D	
Common Stock	08/02/2006		S	4,572	D	\$ 24	294,452	D	
Common Stock	08/03/2006		M	48,800	A	\$ 15.73	343,252	D	
Common Stock	08/03/2006		S	100	D	\$ 23.97	343,152	D	

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Common Stock	08/03/200	6	S	1,800	D	\$ 23.96	341,352	D
Common Stock	08/03/200	6	S	2,800	D	\$ 23.93	338,552	D
Common Stock	08/03/200	6	S	2,300	D	\$ 23.92	336,252	D
Common Stock	08/03/200	6	S	1,000	D	\$ 23.9	335,252	D
Common Stock	08/03/200	6	S	5,800	D	\$ 23.89	329,452	D
Common Stock	08/03/200	6	S	300	D	\$ 23.88	329,152	D
Common Stock	08/03/200	6	S	900	D	\$ 23.87	328,252	D
Common Stock	08/03/200	6	S	1,700	D	\$ 23.83	326,552	D
Common Stock	08/03/200	6	S	600	D	\$ 23.82	325,952	D
Common Stock	08/03/200	6	S	300	D	\$ 23.81	325,652	D
Common Stock	08/03/200	6	S	7,600	D	\$ 23.8	318,052	D
Common Stock	08/03/200	6	S	1,500	D	\$ 23.79	316,552	D
Common Stock	08/03/200	6	S	6,800	D	\$ 23.78	309,752	D
Common Stock	08/03/200	6	S	1,600	D	\$ 23.77	308,152	D
Common Stock	08/03/200	6	S	7,000	D	\$ 23.76	301,152	D
Common Stock	08/03/200	6	S	6,700	D	\$ 23.75	294,452	D

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. Transact Code (Instr. 8)	iorDerivative Securities		vative Expiration Date (Month/Day/Year) uired (A) isposed of r. 3, 4,		7. Title and Amount Underlying Securitic (Instr. 3 and 4)	
				Code V	/ (A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Employee Stock Option (Right to Buy)	\$ 15.73	08/02/2006		M		5,072	06/20/2000(1)	06/20/2007	Common Stock	5,07
Employee Stock Option (Right to Buy)	\$ 15.73	08/03/2006		M		48,800	06/20/2000(1)	06/20/2007	Common Stock	48,8

Reporting Owners

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Other				
TURNER RONALD L C/O CERIDIAN CORPORATION 3311 EAST OLD SHAKOPEE ROAD MINNEAPOLIS, MN 55425	X		President & CEO					

Signatures

/s/ William E. McDonald,
Attorney-in-fact
08/04/2006

**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) Option fully vested on this date.

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.

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