

PENDER ROBERT I JR
Form 4
March 02, 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 *
PENDER ROBERT I JR

2. Issuer Name and Ticker or Trading Symbol
SERENA SOFTWARE INC [SRNA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2755 CAMPUS DRIVE, 3RD FLOOR
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/01/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
Sr. VP Finance & Admin; CFO

SAN MATEO, CA 94403-2538
(City) (State) (Zip)

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

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/01/2005		M		7,813	A	\$ 9.07
					8,089		
Common Stock	03/01/2005		S		7,813 <u>(1)</u>	D	\$ 22.952
					276		
Common Stock	03/01/2005		M		4,411	A	\$ 14.66
					4,687		
Common Stock	03/01/2005		S		4,411 <u>(1)</u>	D	\$ 22.952
					276		
Common Stock	03/01/2005		S		276 <u>(1)</u>	D	\$ 22.952
					0		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(9-02)

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 (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
Non-Qualified Stock Option (right to buy)	\$ 9.07	03/01/2005		M	7,813	(2) 08/14/2012	Common Stock	7,813
Non-Qualified Stock Option (right to buy)	\$ 14.66	03/01/2005		M	4,411	(2) 02/19/2013	Common Stock	4,411

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PENDER ROBERT I JR 2755 CAMPUS DRIVE, 3RD FLOOR SAN MATEO, CA 94403-2538	X			Sr. VP Finance & Admin; CFO

Signatures

ROBERT I.
PENDER, JR. 03/02/2005

__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 sale was subject to a prearranged 10b5-1 Sales Plan.

(2)

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The option vests over a period of four years with 25% of the shares subject thereto vesting on the first anniversary of the date of grant and the remaining shares vesting ratably on a monthly basis thereafter.

Remarks:

The 276 shares listed in Table I, Section 5, represent shares purchased on December 1, 2004 through the Employee Stock Purchase Plan.

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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