

BATTLE A GEORGE
Form 4
January 07, 2005

FORM 4

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

OMB APPROVAL

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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 *
BATTLE A GEORGE

(Last) (First) (Middle)

4500 PEOPLESOFT PARKWAY

(Street)

PLEASANTON, CA 94588

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PEOPLESOFT INC [PSFT]

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

01/03/2005

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)

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, PeopleSoft, Inc. | 01/03/2005 | | M | | 4,000 | A | \$ 18.938 6,000 | D |
| Common Stock, PeopleSoft, Inc. | 01/03/2005 | | M | | 6,250 | A | \$ 22.1 12,250 | D |
| Common Stock, PeopleSoft, Inc. | 01/03/2005 | | M | | 11,000 | A | \$ 14.375 23,250 | D |

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| | | | | | | | |
|---|------------|---|--------|---|-----------|---------|---|
| Common Stock, PeopleSoft, Inc. | 01/03/2005 | M | 6,250 | A | \$ 15.2 | 29,500 | D |
| Common Stock, PeopleSoft, Inc. | 01/03/2005 | M | 6,250 | A | \$ 16.72 | 35,750 | D |
| Common Stock, PeopleSoft, Inc. | 01/03/2005 | M | 6,250 | A | \$ 18.23 | 42,000 | D |
| Common Stock, PeopleSoft, Inc. | 01/03/2005 | M | 6,250 | A | \$ 16.62 | 48,250 | D |
| Common Stock, PeopleSoft, Inc. | 01/03/2005 | M | 6,250 | A | \$ 19.09 | 54,500 | D |
| Common Stock, PeopleSoft, Inc. | 01/03/2005 | M | 6,250 | A | \$ 20.79 | 60,750 | D |
| Common Stock, PeopleSoft, Inc. | 01/03/2005 | M | 6,250 | A | \$ 19.01 | 67,000 | D |
| Common Stock, PeopleSoft, Inc. | 01/03/2005 | M | 6,250 | A | \$ 16.53 | 73,250 | D |
| Common Stock, PeopleSoft, Inc. | 01/03/2005 | M | 6,250 | A | \$ 16.54 | 79,500 | D |
| Common Stock, PeopleSoft, Inc. | 01/03/2005 | M | 6,250 | A | \$ 22.54 | 85,750 | D |
| Common Stock, PeopleSoft, Inc. | 01/03/2005 | M | 2,000 | A | \$ 19.875 | 87,750 | D |
| | 01/03/2005 | M | 15,000 | A | | 102,750 | D |

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| | | | | | | | | |
|--------------------------------|------------|--|---|---------|---|------------|---------|---|
| Common Stock, PeopleSoft, Inc. | | | | | | \$ 21.3125 | | |
| Common Stock, PeopleSoft, Inc. | 01/03/2005 | | M | 39,000 | A | \$ 9.75 | 141,750 | D |
| Common Stock, PeopleSoft, Inc. | 01/03/2005 | | M | 8,000 | A | \$ 23.9688 | 149,750 | D |
| Common Stock, PeopleSoft, Inc. | 01/03/2005 | | S | 147,750 | D | \$ 26.4746 | 2,000 | D |

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

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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 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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Non-Qualified Stock Option (right to buy) | \$ 39 | | | | | (1) 12/31/2007 | Common Stock, PeopleSoft, Inc. |
| Non-Qualified Stock Option (right to buy) | \$ 18.938 | 01/03/2005 | | M | 4,000 | 01/01/2000 12/31/2008 | Common Stock, PeopleSoft, Inc. |
| Non-Qualified Stock Option (right to buy) | \$ 22.1 | 01/03/2005 | | M | 6,250 | 12/29/2004 02/16/2014 | Common Stock, PeopleSoft, Inc. |

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| | | | | | | | |
|---|-----------|------------|---|--------|------------|------------|---|
| Non-Qualified Stock Option (right to buy) | \$ 14.375 | 01/03/2005 | M | 11,000 | 04/01/2000 | 03/31/2009 | Inc. Common Stock, PeopleSoft, Inc. |
| Non-Qualified Stock Option (right to buy) | \$ 15.2 | 01/03/2005 | M | 6,250 | 06/04/2004 | 06/03/2013 | Common Stock, PeopleSoft, Inc. |
| Non-Qualified Stock Option (right to buy) | \$ 16.72 | 01/03/2005 | M | 6,250 | 07/05/2003 | 07/04/2012 | Common Stock, PeopleSoft, Inc. |
| Non-Qualified Stock Option (right to buy) | \$ 18.23 | 01/03/2005 | M | 6,250 | 08/15/2003 | 08/14/2012 | Common Stock, PeopleSoft, Inc. |
| Non-Qualified Stock Option (right to buy) | \$ 16.62 | 01/03/2005 | M | 6,250 | 08/14/2004 | 08/14/2013 | Common Stock, PeopleSoft, Inc. |
| Non-Qualified Stock Option (right to buy) | \$ 19.09 | 01/03/2005 | M | 6,250 | 11/15/2003 | 11/14/2012 | Common Stock, PeopleSoft, Inc. |
| Non-Qualified Stock Option (right to buy) | \$ 20.79 | 01/03/2005 | M | 6,250 | 11/17/2004 | 11/16/2013 | Common Stock, PeopleSoft, Inc. |
| Non-Qualified Stock Option (right to buy) | \$ 19.01 | 01/03/2005 | M | 6,250 | 12/20/2003 | 12/19/2012 | Common Stock, PeopleSoft, Inc. |
| Non-Qualified Stock Option (right to buy) | \$ 16.53 | 01/03/2005 | M | 6,250 | 12/29/2004 | 05/16/2014 | Common Stock, PeopleSoft, Inc. |
| Non-Qualified Stock Option (right to buy) | \$ 16.54 | 01/03/2005 | M | 6,250 | 12/29/2004 | 08/16/2014 | Common Stock, PeopleSoft, Inc. |
| Non-Qualified Stock Option (right to buy) | \$ 22.54 | 01/03/2005 | M | 6,250 | 12/29/2004 | 11/15/2014 | Common Stock, PeopleSoft, Inc. |

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| Option Type | Exercise Price | Grant Date | Expiration Date | Relationship | Quantity | Acquisition Date | Expiration Date | Underlying Security |
|---|----------------|------------|-----------------|--------------|----------|------------------|-----------------|--------------------------------|
| Non-Qualified Stock Option (right to buy) | \$ 19.875 | 01/03/2005 | | M | 2,000 | 04/01/1998 | 03/31/2007 | Common Stock, PeopleSoft, Inc. |
| Non-Qualified Stock Option (right to buy) | \$ 9.75 | 01/03/2005 | | M | 39,000 | 12/13/1996 | 12/12/2005 | Common Stock, PeopleSoft, Inc. |
| Non-Qualified Stock Option (right to buy) | \$ 23.9688 | 01/03/2005 | | M | 8,000 | 01/01/1998 | 12/31/2006 | Common Stock, PeopleSoft, Inc. |
| Nonqualified Stock Option (right to buy) | \$ 21.3125 | 01/03/2005 | | M | 15,000 | 01/01/2001 | 12/31/2009 | Common Stock, PeopleSoft, Inc. |
| Non-Qualified Stock Option (right to buy) | \$ 40.2 | | | | | (3) | 12/31/2011 | Common Stock, PeopleSoft, Inc. |
| Non-Qualified Stock Option (right to buy) | \$ 37.1875 | | | | | (3) | 12/31/2010 | Common Stock, PeopleSoft, Inc. |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BATTLE A GEORGE 4500 PEOPLESFT PARKWAY PLEASANTON, CA 94588 | | | X | |

Signatures

Terry L. Piccolo, by
P.O.A. 01/05/2005

**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) Stock option vests 100 percent 5 years from date of grant.
- (2) See Column 9 for the Number of Derivative Securities Beneficially Owned.
- (3) Stock option vests 100 percent one year from grant date.

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