

<b>OMB APPROVAL</b>	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>TC Group IV, L.P.</u>  (Last) (First) (Middle) <u>C/O THE CARLYLE GROUP</u> <u>1001 PENNSYLVANIA AVE. NW, SUITE 220S</u>  (Street) <u>WASHINGTON DC 20004</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>SS&amp;C Technologies Holdings Inc [ SSNC ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/14/2013</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/14/2013		S		7,500,000	D	\$32.015	7,469,799	I	See footnotes <sup>(1)</sup>

**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)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person\*  
TC Group IV, L.P.  
 (Last) (First) (Middle)  
C/O THE CARLYLE GROUP  
1001 PENNSYLVANIA AVE. NW, SUITE 220S  
 (Street)  
WASHINGTON DC 20004  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Carlyle Group Management L.L.C.  
 (Last) (First) (Middle)  
C/O THE CARLYLE GROUP  
1001 PENNSYLVANIA AVE. NW, SUITE 220S  
 (Street)  
WASHINGTON DC 20004  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Carlyle Group L.P.  
 (Last) (First) (Middle)

C/O THE CARLYLE GROUP  
1001 PENNSYLVANIA AVE. NW, SUITE 220S

(Street)

WASHINGTON DC 20004

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

[Carlyle Holdings II GP L.L.C.](#)

(Last)

(First)

(Middle)

C/O THE CARLYLE GROUP  
1001 PENNSYLVANIA AVE. NW, SUITE 220S

(Street)

WASHINGTON DC 20004

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

[Carlyle Holdings II L.P.](#)

(Last)

(First)

(Middle)

C/O THE CARLYLE GROUP  
1001 PENNSYLVANIA AVE. NW, SUITE 220S

(Street)

WASHINGTON DC 20004

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

[TC Group Cayman Investment Holdings, L.P.](#)

(Last)

(First)

(Middle)

C/O WALKER CORPORATE SERVICES LIMITED  
190 ELGIN AVENUE

(Street)

GEORGE TOWN,  
GRAND CAYMAN KY1-9001

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

[TC Group Cayman Investment Holdings Sub L.P.](#)

(Last)

(First)

(Middle)

C/O WALKER CORPORATE SERVICES LIMITED  
190 ELGIN AVENUE

(Street)

GEORGE TOWN,  
GRAND CAYMAN KY1-9001

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

[TC Group IV, L.L.C.](#)

(Last)

(First)

(Middle)

C/O THE CARLYLE GROUP  
1001 PENNSYLVANIA AVE. NW, SUITE 220S

(Street)

WASHINGTON DC 20004

(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<a href="#">Carlyle Partners IV L P</a>		
(Last)	(First)	(Middle)
C/O THE CARLYLE GROUP		
1001 PENNSYLVANIA AVE. NW, SUITE 220S		
(Street)		
WASHINGTON	DC	20004
(City)		
(State)	(Zip)	
1. Name and Address of Reporting Person*		
<a href="#">CP IV Coinvestment, L.P.</a>		
(Last)	(First)	(Middle)
C/O THE CARLYLE GROUP		
1001 PENNSYLVANIA AVE. NW, SUITE 220S		
(Street)		
WASHINGTON	DC	20004
(City)		
(State)	(Zip)	

**Explanation of Responses:**

1. Carlyle Partners IV, L.P. and CP IV Coinvestment, L.P. (collectively, the "Carlyle Funds") are the record holders of 7,179,829 and 289,970 shares of common stock, respectively. Carlyle Group Management L.L.C. is the general partner of The Carlyle Group L.P., which is a publicly traded entity listed on NASDAQ. The Carlyle Group L.P. is the managing member of Carlyle Holdings II GP L.L.C., which is the general partner of Carlyle Holdings II L.P., which is the general partner of TC Group Cayman Investment Holdings, L.P., which is the general partner of TC Group Cayman Investment Holdings Sub L.P., which is the managing member of TC Group IV, L.L.C., which is the general partner of TC Group IV, L.P., which is the general partner of each of the Carlyle Funds.

[TC GROUP IV, L.P. By: /s/](#)  
[Jeremy W. Anderson,](#) [05/16/2013](#)  
[Authorized Person](#)  
[CARLYLE GROUP](#)  
[MANAGEMENT L.L.C. By:](#) [05/16/2013](#)  
[/s/ Jeremy W. Anderson,](#)  
[attorney-in-fact](#)  
[THE CARLYLE GROUP L.P.](#)  
[By: Carlyle Group](#)  
[Management L.L.C., its](#) [05/16/2013](#)  
[general partner By: /s/ Jeremy](#)  
[W. Anderson, attorney-in-fact](#)  
[CARLYLE HOLDINGS II GP](#)  
[L.L.C. By: The Carlyle Group](#)  
[L.P., its managing member By:](#)  
[Carlyle Group Management](#) [05/16/2013](#)  
[L.L.C., its general partner By:](#)  
[/s/ Jeremy W. Anderson,](#)  
[attorney-in-fact](#)  
[CARLYLE HOLDINGS II L.P.](#)  
[By: /s/ Jeremy W. Anderson,](#) [05/16/2013](#)  
[attorney-in-fact](#)  
[TC GROUP CAYMAN](#)  
[INVESTMENT HOLDINGS,](#)  
[L.P. By: Carlyle Holdings II](#) [05/16/2013](#)  
[L.P., its general partner By: /s/](#)  
[Jeremy W. Anderson, attorney-](#)  
[in-fact](#)  
[TC GROUP CAYMAN](#)  
[INVESTMENT HOLDINGS](#)  
[SUB L.P. By: TC Group](#)  
[Cayman Investment Holdings,](#) [05/16/2013](#)  
[L.P., its general partner By:](#)  
[Carlyle Holdings II L.P., its](#)  
[general partner By: /s/ Jeremy](#)  
[W. Anderson, attorney-in-fact](#)  
[TC GROUP IV, L.L.C. By: TC](#) [05/16/2013](#)  
[Group Cayman Investment](#)  
[Holdings Sub L.P., its](#)  
[managing member By: TC](#)  
[Group Cayman Investment](#)  
[Holdings, L.P., its general](#)

partner By: Carlyle Holdings II  
L.P., its general partner By: /s/  
Jeremy W. Anderson, attorney-  
in-fact

CARLYLE PARTNERS IV,  
L.P. By: TC Group IV, L.P., its  
general partner By: /s/ Jeremy W. Anderson, Authorized  
Person 05/16/2013

CP IV COINVESTMENT, L.P.  
By: TC Group IV, L.P., its  
general partner By: /s/ Jeremy W. Anderson, Authorized  
Person 05/16/2013

\*\* Signature of Reporting Person      Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**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 Number.**