

CERIDIAN CORP /DE/
Form 8-K
August 14, 2002

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported):
August 14, 2002

CERIDIAN CORPORATION

(Exact name of registrant as specified in its charter)

Delaware

1-15168

41-1981625

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(I.R.S. Employer
Identification No.)

3311 East Old Shakopee Road, Minneapolis, Minnesota 55425

(Address of principal executive offices) (Zip code)

Registrant's telephone number, including area code: (952) 853-8100

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SIGNATURES

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EX-99.1 Statement of principal executive officer

EX-99.2 Statement of principal financial officer

EX-99.3 statements of CEO and CFO

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Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.

c. Exhibits

99.1 Statement under oath of principal executive officer regarding facts and circumstances relating to Exchange Act filings, dated August 13, 2002.

99.2 Statement under oath of principal financial officer regarding facts and circumstances relating to Exchange Act filings, dated August 13, 2002.

99.3 Statements of Chief Executive Officer and Chief Financial Officer of Ceridian Corporation dated August 14, 2002 required pursuant to 18 U.S.C. Section 1350, as adopted pursuant to the Sarbanes-Oxley Act of 2002, which accompanied the filing of Ceridian Corporation's Quarterly Report on Form 10-Q for the quarterly period ended June 30, 2002.

Item 9. Regulation FD Disclosure.

On August 14, 2002, in accordance with Order No. 4-460 and pursuant to Section 21(a)(1) of the Securities Exchange Act of 1934, sworn statements were filed with the Securities and Exchange Commission by the principal executive officer and the principal financial officer of Ceridian Corporation. Copies of each sworn statement are furnished as Exhibits 99.1 and 99.2 to this report.

On August 14, 2002, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to the Sarbanes-Oxley Act of 2002, and in connection with the filing of Ceridian Corporation's Quarterly Report on Form 10-Q for the quarterly period ended June 30, 2002, written statements of the Chief Executive Officer and Chief Financial Officer of Ceridian Corporation were filed as correspondence with the Securities and Exchange Commission. A copy of these statements is furnished as Exhibit 99.3 of this report.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CERIDIAN CORPORATION

/s/ Gary M. Nelson

Gary M. Nelson
Executive Vice President, General Counsel and
Corporate Secretary

Dated: August 14, 2002

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INDEX TO EXHIBITS

| <u>Exhibit No.</u> | <u>Item</u> | <u>Method of Filing</u> |
|---------------------------|--|--------------------------------|
| 99.1 | Statement under oath of principal executive officer regarding facts and circumstances relating to Exchange Act filings, dated August 13, 2002. | Filed electronically |
| 99.2 | Statement under oath of principal financial officer regarding facts and circumstances relating to Exchange Act filings, dated August 13, 2002. | Filed electronically |
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