

SS&C TECHNOLOGIES INC

Form CB/A

April 20, 2005

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

FORM CB

**TENDER OFFER/RIGHTS OFFERING NOTIFICATION FORM
(AMENDMENT NO. 1)**

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to file this Form:

| | |
|---|--------------------------|
| Securities Act Rule 801 (Rights Offering) | <input type="radio"/> |
| Securities Act Rule 802 (Exchange Offer) | <input type="radio"/> |
| Exchange Act Rule 13e-4(h)(8) (Issuer Tender Offer) | <input type="radio"/> |
| Exchange Act Rule 14d-1(c) (Third Party Tender Offer) | <input type="checkbox"/> |
| Exchange Act Rule 14e-2(d) (Subject Company Response) | <input type="radio"/> |
| Filed or submitted in paper if permitted by Regulation S-T Rule 101(b)(8) | <input type="radio"/> |

Financial Models Company Inc.

(Name of Subject Company)

Not Applicable

(Translation of Subject Company's Name into English (if applicable))

Ontario, Canada

(Jurisdiction of Subject Company's Incorporation or Organization)

SS&C Technologies, Inc.

(Name of Person(s) Furnishing Form)

Common Shares of Financial Models Company Inc.

Class C Shares of Financial Models Company Inc.

(Title of Class of Subject Securities)

CUSIP Number of Financial Models Company Inc. Common Shares: 317946

(CUSIP Number of Class of Securities (if applicable))

Steve Ashbury

Financial Models Company Inc.

5255 Orbitor Drive

Mississauga, Ontario, L4W 5M6

Phone: (905) 629-8000

(Name, Address (including zip code) and Telephone Number (including area code) of Person(s) Authorized to

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Receive Notices and Communications on Behalf of Subject Company)

March 9, 2005
(Date Tender Offer/Rights Offering Commenced)

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PART I. INFORMATION SENT TO SECURITY HOLDERS

Item 1. Home Jurisdiction Documents.

On April 20, 2005, 1651943 Ontario Inc., a subsidiary of SS&C Technologies, Inc., filed the following document with the Canadian Securities Administrators and mailed such document to stockholders of Financial Models Company Inc. (FMC) who did not tender their FMC common shares prior to the expiry time of the takeover bid:

| Exhibit number | Description |
|----------------|----------------------------------|
| 1 | Notice of Compulsory Acquisition |

Item 2. Informational Legends.

Not applicable.

PART II. INFORMATION NOT REQUIRED TO BE SENT TO SECURITY HOLDERS

On April 20, 2005, 1651943 Ontario Inc. filed the following document with the Canadian Securities Administrators:

| Exhibit Number | Description |
|----------------|---|
| 2 | Notice of Adverse Claim Pursuant to the Ontario Business Corporations Act |

PART III. CONSENT TO SERVICE OF PROCESS

Not applicable.

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PART IV. SIGNATURES

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

/s/ Patrick J. Pedonti

(Signature)

Patrick J. Pedonti, Senior Vice President and Chief Financial Officer

(Name and Title)

April 20, 2005

(Date)