



BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

8 SHARED VOTING POWER 15,147,698

9 SOLE DISPOSITIVE POWER 0

10 SHARED DISPOSITIVE POWER 15,147,698

11 AGGREGATE AMOUNT BENEFICIALLY OWNED  
BY EACH REPORTING PERSON 15,147,698

12 CHECK BOX IF THE AGGREGATE AMOUNT IN  
ROW (11) EXCLUDES CERTAIN SHARES [ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 7.4%

14 TYPE OF REPORTING PERSON HC

1 NAME OF REPORTING PERSON SBC INTERNATIONAL, INC.  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON 43-1380735

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [ ]  
(b) [ ]

3 SEC USE ONLY

4 SOURCE OF FUNDS WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS  
IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware

NUMBER OF 7 SOLE VOTING POWER 0  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

8 SHARED VOTING POWER 15,147,698

9 SOLE DISPOSITIVE POWER 0

10 SHARED DISPOSITIVE POWER 15,147,698

11 AGGREGATE AMOUNT BENEFICIALLY OWNED  
BY EACH REPORTING PERSON 15,147,698

12 CHECK BOX IF THE AGGREGATE AMOUNT IN  
ROW (11) EXCLUDES CERTAIN SHARES [ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 7.4%

14 TYPE OF REPORTING PERSON CO

1 NAME OF REPORTING PERSON SBC OPTION DELIVERY, LLC  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [ ]  
(b) [ ]

3 SEC USE ONLY

4 SOURCE OF FUNDS WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS  
IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware

NUMBER OF 7 SOLE VOTING POWER 0  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

8 SHARED VOTING POWER 7,595,823

9 SOLE DISPOSITIVE POWER 0

10 SHARED DISPOSITIVE POWER 7,595,823

11 AGGREGATE AMOUNT BENEFICIALLY OWNED  
BY EACH REPORTING PERSON 7,595,823

12 CHECK BOX IF THE AGGREGATE AMOUNT IN  
ROW (11) EXCLUDES CERTAIN SHARES [ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 3.7%

14 TYPE OF REPORTING PERSON CO

AMENDMENT NO. 9 TO SCHEDULE 13D  
RELATING TO ORDINARY SHARES  
OF AMDOCS LIMITED

This statement on Schedule 13D filed on February 22, 2000 (the "Original 13D"), as amended by Amendment No. 1 filed on February 22, 2001, Amendment No. 2 filed on February 27, 2001, Amendment No. 3 filed on June 21, 2001, Amendment No. 4 filed on December 7, 2001, Amendment No. 5 filed on December 7, 2001, Amendment No. 6 filed on January 31, 2002, Amendment No. 7 filed on September 9, 2002, and Amendment No. 8 filed on November 14, 2002 by SBC Communications Inc. ("SBC") is hereby further amended to report the disposition of shares of Amdocs Limited (the "Company").

Item 1. Security and Issuer

This statement relates to the Ordinary Shares, par value (pound)0.01 (the "Shares"), of Amdocs Limited, a company organized under the laws of the Island of Guernsey. The Shares trade on the New York Stock Exchange under the symbol "DOX". The principal executive office of the Company is Suite 5, Tower Hill House Le Bordage, St. Peter Port, Island of Guernsey, GY1 3QT Channel Islands.

Item 2. Identity and Background

(c) The name, and principal occupations of each executive officer and director of SBC, SBC International, Inc. ("SBCI"), and SBC Hedging Management, LLC (as manager of SBC Option Delivery, LLC ("SBCO")) are set forth in Exhibits I, 2 and 3 hereto, respectively, and incorporated herein by reference. The principal business address for the named individuals on Exhibits 1, 2 and 3 is 175 E. Houston, San Antonio, Texas, 78205, USA.

Item 4. Purpose of Transaction

On June 15, 2004, SBCO sold 5,150,000 Shares. During the period beginning on November 13, 2002, and ending June 14, 2004, SBC also disposed of 1,527,728 Shares through open market sales and employee bonuses.

Item 5. Interest in Securities of the Issuer

(a) SBCI, a wholly-owned subsidiary of SBC, beneficially owns 15,147,698 Shares representing 7.4% of the outstanding ordinary Shares class. SBCO, a wholly-owned subsidiary of SBCI, beneficially owns 7,595,823 Shares representing 3.7% of the outstanding ordinary Shares class. As of March 31, 2004, the capital structure of the Company consists of 206,019,000 Shares (according to Form 6-K filed by the Company on June 10, 2004). SBC possesses ultimate beneficial ownership of the reported Shares by virtue of its ownership of SBCI and SBCO.

(b) SBCI beneficial ownership interest:  
 Percent of class.....7.4%  
 Sole power to vote or to direct the vote.....0 Shares  
 Shared power to vote or to direct the vote.....15,147,698 Shares  
 Sole power to dispose or to direct the disposition of...0 Shares  
 Shared power to dispose or direct the disposition of.....15,147,698 Shares

SBCO beneficial ownership interest<sup>1</sup>:  
 Percent of class.....3.7%  
 Sole power to vote or to direct the vote.....0 Shares  
 Shared power to vote or to direct the vote.....7,595,823 Shares  
 Sole power to dispose or to direct the disposition of...0 Shares  
 Shared power to dispose or direct the disposition of.....7,595,823 Shares

1 Each of SBC and SBCI has ultimate control over these Shares by virtue of their ownership of SBCO.

(c) During the last sixty days, SBCO disposed of Shares as follows:

Transaction Date	Type of Transaction	Number of Shares	Average Price Per Share
06/15/04	Open Market Sales	5,150,000	\$24.01

(d) None.

(e) Not applicable.

Item 7. Material to be Filed as Exhibits

Exhibit No.	Description
1	Directors and Executive Officers of SBC Communications Inc.
2	Directors and Executive Officers of SBC International, Inc.
3	Directors and Executive Officers of SBC Hedging Management, LLC (as manager of SBC Option Delivery, LLC)

SIGNATURE

After reasonable 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.

SBC COMMUNICATIONS INC.

Dated: June 17, 2004

By:/s/James S. Kahan  
James S. Kahan  
Senior Executive Vice President -  
Corporate Development

SBC INTERNATIONAL, INC.

Dated: June 17, 2004

By:/s/James S. Kahan  
James S. Kahan  
Executive Vice President - Development

SBC OPTION DELIVERY, LLC

By SBC Hedging Management, LLC  
Manager of SBC Option Delivery, LLC

Dated: June 17, 2004

By:/s/ Hal E. Rainbolt  
Hal E. Rainbolt  
Director, SBC Hedging Management, LLC



DIRECTORS AND EXECUTIVE OFFICERS  
OF SBC COMMUNICATIONS INC.  
AS OF JUNE 15, 2004

Name	Present Principal Occupation or Employment
<b>Directors</b>	
Edward E. Whitacre, Jr.	Chairman of the Board and Chief Executive Officer
Gilbert F. Amelio	Senior Partner, Sienna Ventures
Clarence C. Barksdale	Vice Chairman, Board of Trustees, Washington University
James E. Barnes	Chairman of the Board, President and Chief Executive Officer, MAPCO Inc., Retired
August A. Busch, III	Chairman of the Board, Anheuser-Busch Companies, Inc.
William P. Clark	Counsel to Clark, Cali and Negranti, LLP
Martin K. Eby, Jr.	Chairman of the Board, The Eby Corporation
James A. Henderson	Chairman of the Board and Chief Executive Officer, Cummins Inc., Retired
Charles F. Knight	Chairman of the Board, Emerson Electric Co.
John B. McCoy	Chairman and Chief Executive Officer, Bank One Corporation, Retired
Lynn M. Martin	Chair, Council for the Advancement of Women, and Advisor, Deloitte & Touch LLP
Mary S. Metz	President, S.H. Cowell Foundation
Toni Rembe	Partner, Pillsbury Winthrop LLP
S. Donley Ritchey	Managing Partner, Alpine Partners
Joyce M. Roche'	President and Chief Executive Officer, Girls Incorporated
Carlos Slim Helu'	Chairman of the Board, Carso Global Telecom, S.A. de C.V.
Laura D'Andrea Tyson	Dean, London Business School
Patricia P. Upton	President and Chief Executive Officer, Aromatique, Inc.
<b>Executive Officers</b>	
Edward E. Whitacre, Jr.	Chief Executive Officer
John H. Atterbury	Group President - Operations
James W. Callaway	Group President
James D. Ellis	Senior Executive Vice President and General Counsel
Karen E. Jennings	Senior Executive Vice President - Human Resources and Communications
James S. Kahan	Senior Executive Vice President - Corporate Development
Richard Lindner	Senior Executive Vice President and Chief Financial Officer
Forest E. Miller	Group President - External Affairs and Planning
John T. Stankey	Senior Executive Vice President and Chief Information Officer
Randall L. Stephenson	Chief Operating Officer
Rayford Wilkins, Jr.	Group President - SBC Marketing and Sales

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## EXHIBIT 2

DIRECTORS AND EXECUTIVE OFFICERS  
OF SBC INTERNATIONAL, INC.  
AS OF JUNE 15, 2004

Name	Present Principal Occupation or Employment
<b>Directors</b>	
James W. Callaway	Chairman of the Board and President (Group President, SBC)
Karen E. Jennings	Senior Executive Vice President - Human Resources and Communications, SBC
James S. Kahan	Senior Executive Vice President - Corporate Development, SBC
Wayne Watts	Senior Vice President and Assistant General Counsel - Natl/Local, SBC
<b>Executive Officers</b>	
Kenneth Corcoran	Vice President - Wireless Network Operations
John B. Gibson	Vice President (General Counsel - SBCI South Africa, SBC International)
James S. Kahan	Executive Vice President - Development (Senior Executive Vice President - Corporate Development, SBC)
Lloyd E. Kelley	President - SBCI Europe (Vice President - OSS Strategy and

Jonathan P. Klug  
Richard McCormick  
Shawn McKenzie  
Rick L. Moore  
Ken Raley  
Richard P. Resnick  
Larry Ruzicka  
John J. Stephens  
Wayne Watts

Delivery, SBC Operations, Inc.)  
Treasurer (Vice President and Treasurer, SBC)  
Vice President - Operations (Executive Director -  
International Business Operations, SBC)  
President - SBCI South Africa  
Vice President - Development (Managing Director -  
Corporate Development, SBC)  
Vice President - SBCI Denmark  
President - SBCI Mexico  
Vice President - Taxes (Managing Director - Tax, SBC)  
Vice President - Finance (Vice President and Controller,  
SBC)  
Senior Vice President and Secretary (Senior Vice President  
and Assistant General Counsel - Natl/Local, SBC)

EXHIBIT 3

DIRECTORS OF SBC HEDGING MANAGEMENT, LLC  
AS OF JUNE 15, 2004

Name Present Principal Occupation or Employment

Directors

Jonathan P. Klug Vice President and Treasurer, SBC

Lori Lee Assistant Treasurer, SBC

Harold E. Rainbolt Assistant General Counsel, SBC