

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	10,747,698
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	[]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	5.4%
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 SHARES	7	SOLE VOTING POWER	0
BENEFICIALLY OWNED BY EACH REPORTING PERSON	8	SHARED VOTING POWER	4,547,698
WITH	9	SOLE DISPOSITIVE POWER	0
	10	SHARED DISPOSITIVE POWER	4,547,698

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 4,547,698

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 2.3%

14 TYPE OF REPORTING PERSON CO

1	NAME OF REPORTING PERSON	SBC OPTION DELIVERY L.L.C.
	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 SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	
	7 SOLE VOTING POWER	0
	8 SHARED VOTING POWER	500,000
	9 SOLE DISPOSITIVE POWER	0
	10 SHARED DISPOSITIVE POWER	500,000
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	500,000
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	[]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	0.3%
14	TYPE OF REPORTING PERSON	CO

AMENDMENT NO. 12 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, Amendment No. 8 filed on November 14, 2002, and Amendment No. 9 filed on June 17, 2004, Amendment No. 10 filed on September 27, 2004, and Amendment No. 11 filed on December 28, 2004, by SBC Communications Inc. ("SBC") is hereby further amended to report a change in ownership 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 L.L.C. (as manager of SBC Option Delivery L.L.C. ("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 November 1, 2005, SBCO sold 2,695,823 Shares to SBCI.

Item 5. Interest in Securities of the Issuer

(a) SBCI, a wholly-owned subsidiary of SBC, beneficially owns 4,547,698 Shares representing 2.3% of the outstanding ordinary Shares class. SBCO, a wholly-owned subsidiary of SBCI, beneficially owns 500,000 Shares representing 0.3% of the outstanding ordinary Shares class. As of June 30, 2005, the capital structure of the Company consists of 199,239,000 Shares (according to Form 6-K filed by the Company on August 15, 2005). SBC possesses ultimate beneficial ownership of the reported Shares by virtue of its ownership of SBCI and SBCO.

(b) SBC beneficial ownership interest:
 Percent of class.....5.4%
 Sole power to vote or to direct the vote.....6,200,000 Shares
 Shared power to vote or to direct the vote.....4,547,698 Shares
 Sole power to dispose or to direct the disposition of..6,200,000 Shares
 Shared power to dispose or direct the disposition of...4,547,698 Shares

SBCI beneficial ownership interest(1):
 Percent of class.....2.3%
 Sole power to vote or to direct the vote.....0 Shares
 Shared power to vote or to direct the vote.....4,547,698 Shares
 Sole power to dispose or to direct the disposition of.....0 Shares
 Shared power to dispose or direct the disposition of...4,547,698 Shares

SBCO beneficial ownership interest(2):
 Percent of class.....0.3%
 Sole power to vote or to direct the vote.....0 Shares
 Shared power to vote or to direct the vote.....500,000 Shares
 Sole power to dispose or to direct the disposition of.....0 Shares
 Shared power to dispose or direct the disposition of....500,000 Shares

(1) SBC has ultimate control over these Shares by virtue of its ownership of SBCI.

(2) 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
11/01/05	Transfer between subsidiaries	2,695,823	\$26.47

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 L.L.C. (as manager of SBC Option Delivery L.L.C.)

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: November 3, 2005

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

SBC INTERNATIONAL, INC.

Dated: November 3, 2005

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

SBC OPTION DELIVERY L.L.C.

By SBC Hedging Management L.L.C.
Manager of SBC Option Delivery L.L.C.

Dated: November 3, 2005

By: /s/ Harold E. Rainbolt
Harold E. Rainbolt
Director, SBC Hedging Management L.L.C.

EXHIBIT 1

DIRECTORS AND EXECUTIVE OFFICERS
OF SBC COMMUNICATIONS INC.
AS OF NOVEMBER 1, 2005

Name	Present Principal Occupation or Employment
Directors	
Edward E. Whitacre, Jr.	Chairman of the Board and Chief Executive Officer
Gilbert F. Amelio	Senior Partner, Sienna Ventures
August A. Busch, III	Chairman of the Board, Anheuser-Busch Companies, Inc.
Martin K. Eby, Jr.	Chairman of the Board, The Eby Corporation, Retired
James A. Henderson	Chairman of the Board and Chief Executive Officer, Cummins Inc., Retired
Charles F. Knight	Chairman of the Board, Emerson Electric Co., Retired
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	Chair of the Board of Trustees, American Conservatory Theater
Toni Rembe	Partner, Pillsbury Winthrop LLP, Retired
S. Donley Ritchey	Managing Partner, Alpine Partners
Joyce M. Roche'	President and Chief Executive Officer, Girls Incorporated
Randall L. Stephenson	Chief Operating Officer
Laura D'Andrea Tyson	Dean, London Business School
Patricia P. Upton	President and Chief Executive Officer, Aromatique, Inc.
Executive Officers	
Edward E. Whitacre, Jr.	Chief Executive Officer
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 Technology Officer
Randall L. Stephenson	Chief Operating Officer
Rayford Wilkins, Jr.	Group President

EXHIBIT 2

DIRECTORS AND EXECUTIVE OFFICERS
OF SBC INTERNATIONAL, INC.
AS OF NOVEMBER 1, 2005

Name	Present Principal Occupation or Employment
Directors	
James W. Callaway	Chairman of the Board (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, SBC
Executive Officers	
Rayford Wilkins, Jr.	President (Group President, SBC)
Kenneth Corcoran	Vice President and Assistant Secretary-Wireless Network Operations
Andrew Geisse	Vice President-IT (Chief Information Officer, SBC Services)
John B. Gibson	Vice President (General Attorney and Assistant General Counsel-M&A, SBC Services)
James S. Kahan	Executive Vice President - Development (Senior Executive Vice President - Corporate Development, SBC)

Jonathan P. Klug
Richard McCormick

Treasurer (Vice President and Treasurer, SBC)
Vice President-Operations (Regional Vice President-
International Product Development)

Rick L. Moore

Vice President-Development (Managing Director-Corporate
Development, SBC)

Richard P. Resnick

President-SBCI Mexico

Larry Ruzicka

Vice President-Taxes (Managing Director-Tax, SBC)

John J. Stephens

Vice President-Finance (Vice President and Controller,
SBC)

Wayne Watts

Senior Vice President and Secretary (Senior Vice
President and Assistant General Counsel, SBC)

EXHIBIT 3

DIRECTORS AND EXECUTIVE OFFICERS
OF SBC HEDGING MANAGEMENT L.L.C.
AS OF NOVEMBER 1, 2005

Name	Present Principal Occupation or Employment
Directors	
Charles P. Allen	Assistant Treasurer, SBC
Jonathan P. Klug	Vice President-Treasurer, SBC
Harold E. Rainbolt	General Attorney and Assistant General Counsel, SBC
John J. Stephens	Vice President and Controller, SBC