### Edgar Filing: COGNIZANT TECHNOLOGY SOLUTIONS CORP - Form 4

#### COGNIZANT TECHNOLOGY SOLUTIONS CORP

Form 4 June 05, 2013

### FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB Number: 3235-0287

Estimated average

**OMB APPROVAL** 

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

Form 4 or Form 5 obligations may continue.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

burden hours per response... 0.5

See Instruction 1(b).

I(D).

Stock

(Print or Type Responses)

1. Name and A COBURN C		Person *	Symbol COGNI	Name and ZANT TI	ECHNO:	LOG		5. Relationship of Issuer (Chec	Reporting Pers		
(Last) (First) (Middle)  C/O COGNIZANT TECHNOLOGY SOLUTIONS CORP., 500 FRANK W. BURR BLVD			3. Date of Earliest Transaction (Month/Day/Year) 06/03/2013					Director 10% Owner _X Officer (give title Other (specify below) President			
	(Street)	COG SOL First) (Middle) 3. Dat (Mont) IT TECHNOLOGY 06/03 ORP., 500 FRANK OTHER STREET 4. If A Filed( Total Technology of the street) Technology of the street of the stre	4. If Ame	ndment, Da	te Origina	1		6. Individual or Joint/Group Filing(Check			
TEANECK,	, NJ 07666 (State)	(Zip)	·	nth/Day/Year		a		Person	More than One Re	porting	
	,	•					-	uired, Disposed of	•	•	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Execution any	on Date, if	Code (Instr. 8)	ties Acquired isposed of (D) 4 and 5)  (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
C1 A				Code V	Amount	(D)	Price	(msu. 3 and 1)			
Class A Common Stock	06/03/2013			M	2,233 (1)	A	\$ 0	70,736	D		
Class A Common	06/03/2013			F	1,101 (2)	D	\$ 64.87	69,635	D		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form (9-02)

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# displays a currently valid OMB control number.

# 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. Transactic Code (Instr. 8)	(A) or Disposed of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(Instr. 3, 4, and 5)  (A) (D)	Date Exercisable	Expiration Date	Title	Amor or Nur of Sha
Restricted Stock Units	\$ 0 (2)	06/03/2013		M	2,233	06/03/2013(3)	06/03/2013(3)	Class A Common Stock	2,2

## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

COBURN GORDON C/O COGNIZANT TECHNOLOGY SOLUTIONS CORP. 500 FRANK W. BURR BLVD TEANECK, NJ 07666

President

### **Signatures**

/s/ Steven Schwartz, on behalf of Gordon Coburn, by Power of Attorney

06/05/2013

\*\*Signature of Reporting Person

Date

# **Explanation of Responses:**

- \* 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).
- (1) Shares of the Company's Class A Common Stock received from the vesting of 1/12 of the restricted stock unit award granted on December 3, 2012.
- (2) Represents the portion of shares of Class A Common Stock that the Company determined to settle in cash to pay applicable tax withholding.
- The restricted stock units were granted on December 3, 2012 under the Cognizant Technology Solutions Corporation 2009 Incentive

  Compensation Plan and vest in quarterly installments over three years, beginning March 3, 2013, with 1/12th of the stock units vesting on each quarterly vesting date so that the stock units will be fully vested on the twelfth quarterly vesting date. The stock units will be fully vested on December 3, 2015.
- (4) Each restricted stock unit represents a contingent right to receive one share of the Company's Class A Common Stock.

Reporting Owners 2

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(5) Excludes previously granted restricted stock units for an aggregate of 92,966 shares of Class A Common Stock, which have different vesting schedules.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.