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

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COGNIZA Form 4 June 07, 20	NT TECHNOLOG	GY SOLU	JTIONS	CORP								
FORM	ЛЛ								OMB AF	PROVAL		
	UNITED	STATES		RITIES shingto	OMB Number:	3235-0287						
Check t if no lor subject Section Form 4 Form 5	nger <b>STATEN</b> to <b>STATEN</b> 16. or	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								Expires: January 31, 2005 Estimated average burden hours per response 0.5		
obligati may con <i>See</i> Inst 1(b).	ons ntinue. Section 17(	a) of the l	Public U	Jtility Ho		mpan	y Act of 1	Act of 1934, 935 or Section				
(Print or Type	Responses)											
COBURN GORDON Symbo			Symbol COGN					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
			SOLU	FIONS (	CORP [C]	[SH]		(Check an applicable)				
	NIZANT TECHNO NS CORP., 500 F			Day/Year)	Transaction			Director _X Officer (give t pelow)		Owner rr (specify		
				onth/Day/Year) A				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
TEANECK	K, NJ 07666							Form filed by Mo Person	ore than One Re	porting		
(City)	(State)	(Zip)	Tab	ole I - Non	-Derivative	Secu	rities Acqui	ired, Disposed of,	or Beneficial	ly Owned		
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)				3. 4. Securities Acquired (A) Transactioner Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Class A Common Stock	06/03/2016			М	3,282 (1)	А	\$0	90,012	D			
Class A Common Stock	06/03/2016			F	1,584 (2)	D	\$ 60.12	88,428	D			
Class A Common Stock	06/06/2016			S	15,000	D (3)	\$ 60.05	73,428	D			

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Class A				D	\$		
Common	06/07/2016	S	7,881	(3)	φ 60.7241	65,547	D
Stock				<u>(-)</u>	(4)		

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 displays a currently valid OMB control number.

1 /\* 1\*

Date

# 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. Transacti Code (Instr. 8)	5. Number onof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amou Underlying Securit (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Shar
Restricted Stock Units	\$ 0 <u>(5)</u>	06/03/2016		М	3,282	06/03/2016 <u>(6)</u>	06/03/2016 <u>(6)</u>	Class A Common Stock	3,2

### **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships					
FB	Director	10% Owner	Officer	Other		
COBURN GORDON C/O COGNIZANT TECHNOLOGY SOLUTIONS CORP. 500 FRANK W. BURR BLVD TEANECK, NJ 07666			President			
Signatures						
/s/ Harry Demas, on behalf of Gordon Coburn, by Power of Attorney	06/07/2016					

\*\*Signature of Reporting Person

## **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)

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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, 2013.

- (2) Represents the portion of shares of Class A Common Stock that the Company determined to settle in cash to pay applicable tax withholding.
- (3) Such shares were sold pursuant to a Rule 10b5-1 Sales Plan.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$60.69 to \$60.78. The reporting person undertakes to provide to Cognizant Technology Solutions Corporation, any security holder of Cognizant

- (4) Technology Solutions Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.
- (5) Each restricted stock unit represents a contingent right to receive one share of the Company's Class A Common Stock.

The restricted stock units were granted on December 3, 2013 under the Cognizant Technology Solutions Corporation 2009 Incentive Compensation Plan and vest in quarterly installments over three years, with 1/12th of the stock units vesting on each quarterly vesting

(6) Compensation 1 fair and vest in quarterly instantients over three years, with 772th 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, 2016.

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.