Schwartz Steven Form 4 September 09, 2010

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB APPROVAL** OMB

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may continue.

See Instruction

Check this box

**SECURITIES** 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

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person \* 2. Issuer Name and Ticker or Trading Schwartz Steven Symbol COGNIZANT TECHNOLOGY

(Middle)

(Zip)

5. Relationship of Reporting Person(s) to Issuer

SOLUTIONS CORP [CTSH]

Director 10% Owner

Sr VP, General Counsel & Secr.

(Check all applicable)

3. Date of Earliest Transaction (Month/Day/Year)

09/07/2010

X\_ Officer (give title Other (specify below)

C/O COGNIZANT TECHNOLOGY SOLUTIONS CORP., 500 FRANK W. BURR BLVD

(First)

(Street)

(State)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Table I. Non Derivative Securities Acquired Disposed of or Peneficially Owned

TEANECK, NJ 07666

| (City)                               | (State)                                 | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |   |   |          |             |  |  |   |  |
|--------------------------------------|---|--|---|---|----------|-------------|--|--|---|--|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year)                      | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securit<br>on(A) or Di<br>(Instr. 3, | sposed   | of (D)      | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |  |
| Class A<br>Common<br>Stock           | 09/07/2010                              |  | M                                       | 7,000                                   | A        | \$ 5.81     | 8,195  | D  |   |  |
| Class A<br>Common<br>Stock           | 09/07/2010                              |  | S                                       | 7,463                                   | D<br>(1) | \$<br>62.58 | 732  | D  |   |  |
| Class A<br>Common<br>Stock           | 09/08/2010                              |  | M                                       | 16,000                                  | A        | \$ 5.81     | 16,732   | D  |   |  |

### Edgar Filing: Schwartz Steven - Form 4

Class A 16,000  $\frac{D}{\frac{(1)}{2}}$  \$ 732 S D Common 09/08/2010 Stock

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) |     |        | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                    | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |                                     |
|---|---|--------------------------------------|---|---|-----|--------|--|--------------------|---|-------------------------------------|
|   |   |                                      |   | Code V                                  | (A) | (D)    | Date<br>Exercisable                                      | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of Shares |
| Class A Common Stock Option (Right to Buy) (2)      | \$ 5.81   | 09/07/2010                           |   | M                                       |     | 7,000  | 03/05/2004   | 03/05/2013         | Class A<br>Common<br>Stock                                    | 7,000                               |
| Class A Common Stock Option (Right to Buy)          | \$ 5.81   | 09/08/2010                           |   | M                                       |     | 16,000 | 03/05/2004   | 03/05/2013         | Class A<br>Common<br>Stock                                    | 16,000                              |

# **Reporting Owners**

Relationships Reporting Owner Name / Address Director 10% Owner Officer Other

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

Sr VP, General Counsel & Secr.

Reporting Owners 2

# **Signatures**

/s/ Steven 09/09/2010 Schwartz

\*\*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) Such shares were sold pursuant to a Rule 10b5-1 Sales Plan.
- (2) Such options were granted on March 5, 2003 pursuant to the Company's Amended and Restated 1999 Incentive Compensation Plan. Such options were 100% vested on March 5, 2007. The Date Exercisable above reflects the first anniversary date of such option.
- (3) Excludes previously granted options for an aggregate of 152,000 shares of Class A Common Stock, which have different exercise prices and vesting dates.

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.

Signatures 3