Edgar Filing: DSOUZA FRANCISCO - Form 4

DSOUZA F Form 4 September (RANCISCO									
•									OMB AF	PROVAL
FORM 4 UNITED STATES SECURITIES AND E Washington, D.C.							IGE CO	OMB	3235-0287	
Check th			Number: Expires:	January 31,						
if no lon subject t Section Form 4 o Form 5	50 SIAL	EMENT O	Expires. 200 Estimated average burden hours per response 0.							
obligation may com <i>See</i> Instr 1(b).	tinue. Section	17(a) of the	Public U	Itility Hol		pany	Act of 1	Act of 1934, 1935 or Section	I	
(Print or Type	Responses)									
1. Name and A DSOUZA I	Symbol Issuer COGNIZANT TECHNOLOGY					ssuer	p of Reporting Person(s) to Check all applicable)			
(Last)	SOLUTIONS CORP [CTSH]						_X_ Director	10% Owner		
C/O COGN	NIZANT TECH NS CORP., 500	INOLOGY		Day/Year)	Tansaction		_	XOfficer (give below)		er (specify
TEANECK	(Street)			endment, D onth/Day/Yea	ate Original m)		- - -	5. Individual or Joi Applicable Line) .X_ Form filed by O Form filed by M	ne Reporting Pe	rson
(City)	(State)	(Zip)	T 1			•		Person	D (* • 1	
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	Date 2A. Deen	ned 1 Date, if	3.		es Acq d of (E	uired (A)	ired, Disposed of, 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)	(11130.4)	
Class A Common Stock	09/07/2010			М	242,280	А	\$ 5.06	439,451	D	
Class A Common Stock	09/07/2010			S	351,812	D (1)	\$ 62.43 (2)	87,639	D	
Class A Common Stock	09/08/2010			S	3,081	D (1)	\$ 63.45 (3)	84,558	D	

Edgar Filing: DSOUZA FRANCISCO - Form 4

Class A				D	¢		
Common	09/08/2010	S	100	(1)	\mathfrak{P}	84,458	D
Stock				(1)	62.77		

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.

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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		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 Exercisable	Expiration Date	Title	Amount Number Shares
Class A Common Stock Option (Right to Buy) (4)	\$ 5.06	09/07/2010		М		242,280	02/05/2004	02/05/2013	Class A Common Stock	242,28

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
DSOUZA FRANCISCO C/O COGNIZANT TECHNOLOGY SOLUTIONS CORP. 500 FRANK W. BURR BLVD TEANECK, NJ 07666	Х		President and CEO				
Signatures							
/s/ Steven Schwartz, on behalf of Francisco D'Souza, by pow attorney	ver of	0	09/09/2010				
**Signature of Reporting Person			Date				
Explanation of Boononooo							

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.

Edgar Filing: DSOUZA FRANCISCO - Form 4

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$62.05 to \$62.66. The reporting person undertakes to provide to Cognizant Technology Solutions Corporation, any security holder of Cognizant

(2) 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.

(3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$62.98 to \$63.83. The reporting person undertakes to provide to Cognizant Technology Solutions Corporation, any security holder of Cognizant 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.

- (4) Such options were granted on February 5, 2003 pursuant to the Company's Amended and Restated 1999 Incentive Compensation Plan.
 Such options were 100% vested on February 5, 2007. The Date Exercisable above reflects the first anniversary date of such option.
- (5) Excludes previously granted options for an aggregate of 490,000 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.