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COBURN G Form 4	ORDON										
March 01, 20	012										
FORM 4 LINITED STATES SECURITIES AND EXCHANCE COMMISSION							OMB APPROVAL				
	Washington, D.C. 20549						COMMISSION	OMB Number:	3235-0287		
Check th if no long	7.0#								Expires:	January 31, 2005	
subject to Section 1 Form 4 o	.6. SIAIE N	IENT O	F CHAN	GES IN . SECUR		ICIA	LOW	NERSHIP OF	Estimated a burden hou response	iverage	
Form 5 obligatio may cont <i>See</i> Instru 1(b).	ns Section 17(a	a) of the l	Public Ut		ling Con	npany	y Act of	e Act of 1934, 7 1935 or Section 0	·	0.0	
(Print or Type I	Responses)										
COBURN GORDON Syn CO			Symbol COGNI	2. Issuer Name and Ticker or Trading Symbol COGNIZANT TECHNOLOGY SOLUTIONS CORP [CTSH]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 3. Date of				f Earliest Transaction Day/Year)				Director 10% Owner Officer (give title Other (specify			
	IZANT TECHNO IS CORP., 500 FI BLVD		02/28/20	012				below)	below) President		
				lf Amendment, Date Original ed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
TEANECK	, NJ 07666							Form filed by M Person	Iore than One Re	porting	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	1			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)					
				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Class A Common Stock	02/28/2012			М	2,483 (1)	А	\$0	46,876	D		
Class A Common Stock	02/28/2012			F	833 <u>(2)</u>	D	\$ 71.55	46,043	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 formSEC 1474
(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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Date (Month/Day/Year	7. Title and A Underlying S (Instr. 3 and A	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
Restricted Stock Units	\$ 0 <u>(3)</u>	02/28/2012		М	2,483	02/28/2012(4)	02/28/2012(4)	Class A Common Stock
Restricted Stock Units <u>(6)</u> (7)	<u>(6)</u> (7)	02/28/2012		А	79,842	(6)(7)	(6)(7)	Class A Common Stock

Reporting Owners

Reporting Owner Name / Address		Relationships			
	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 Attorney	of	03/0	01/2012		
**Signature of Reporting Person		I	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 November 28, 2011.
- (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) 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 November 28, 2011 under the Cognizant Technology Solutions 2009 Incentive Compensation(4) Plan and vest in quarterly installments over three years, 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 November 28, 2014.

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(5) Excludes previously granted restricted stock units for an aggregate of 61,814 shares of Class A Common Stock, which have different vesting schedules.

Represents the total number of performance-based restricted stock units which vested based upon attainment by the Company of certain performance milestones, as determined by the Company's compensation committee on February 28, 2012 based upon the audited financials for the 2011 fiscal year. The performance-based restricted stock units were granted on November 30, 2010 under the Cognizant

(6) Technology Solutions 2009 Incentive Compensation Plan. In accordance with the performance-based restricted stock unit award, 1/3 of the vested performance-based restricted stock units shall be issued on the eighteen-month anniversary of the date of grant of such performance-based restricted stock units, provided the reporting person remains in the Company's service through such anniversary date. (Continued in the next footnote.)

(Continued from the previous footnote.) The remaining 2/3 of the vested performance-based restricted stock units shall be issued on the thirty-six month anniversary of the date of grant of such performance-based restricted stock units, provided that the grantee remains in the Company's service through such anniversary date. Each performance-based restricted stock unit represents a contingent right to receive

- (7) Company's service unough such anniversary date. Each performance-based restricted stock unit represents a contingent right to receive one share of the Company's Class A Common Stock. The reporting person will disclose the receipt of shares of the Company's Class A Common Stock underlying the performance-based restricted stock units on Table I of Form 4, if and when such reporting person satisfies the aformentioned service-based conditions.
- (8) Excludes previously granted restricted stock units for an aggregate of 89,131 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.