COGNIZANT TECHNOLO Form 4 March 11, 2015	GY SOLUTIO	ONS CORP					
						OMB A	PPROVAL
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						OMB Number:	3235-0287
Section 16. Form 4 or Form 5 Filed pu	rsuant to Sect (a) of the Pub	HANGES IN SECUR tion 16(a) of th	BENEFI RITIES de Securiti ding Com	<b>CIAL OV</b> ies Exchar apany Act	WNERSHIP OF nge Act of 1934, of 1935 or Sectio 940	Estimated burden hou response	urs per
(Print or Type Responses)							
- $        -$			Issuer	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) C/O COGNIZANT TECHN SOLUTIONS CORP., 500 H W. BURR BLVD	(Mo IOLOGY 03/	Date of Earliest Tr onth/Day/Year) /09/2015	ransaction		Director X Officer (giv below) CE		% Owner her (specify
(Street)		Filed(Month/Day/Year) Applicable Line)			pint/Group Filing(Check		
TEANECK, NJ 07666						More than One R	
(City) (State)	(Zip)	Table I - Non-I	Derivative S	Securities A	cquired, Disposed o	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)		e, if Transaction Code	Disposed of (Instr. 3, 4	A) or of (D)	Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect
Reminder: Report on a separate lin	e for each class o	of securities benef	-	-	or indirectly.	ction of	SEC 1474

required to respond to the collection of SEC 14/4 (9-02) 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 3. Transaction Date 3A. Deemed 5. Number of 6. Date Exercisable and 2. 4. 7. Title and Amount of 8. 1 Underlying Securities Derivative Conversion (Month/Day/Year) Execution Date, if TransactionDerivative Expiration Date De Security or Exercise any Code Securities (Month/Day/Year) (Instr. 3 and 4) Se (Instr. 3) Price of (Month/Day/Year) (Instr. 8) Acquired (A) (In Derivative or Disposed of Security (D) (Instr. 3, 4, and 5) Code V (A) (D) Date Expiration Title Amount Exercisable Date or Number of Shares Restricted Class A (1) (2) (1)(2)(1)(2)Common 58,242 \$ Stock 03/09/2015 A 58,242 Units (1) (2) Stock

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## **Reporting Owners**

<b>Reporting Owner Name / Address</b>		Relationships				
	Director	10% Owner	Officer	Other		
Mehta Rajeev C/O COGNIZANT TECHNOLOGY SOLUTIONS CORP. 500 FRANK W. BURR BLVD TEANECK, NJ 07666			CEO, IT Services			
Signatures						
/s/ Dana L. Gilbert, on behalf of Raieev Mehta, by Power of						

/s/ Dana L. Gilbert, on behalf of Rajeev Mehta, by Power of Attorney

\*\*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).

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 March 9, 2015 based upon the audited financials for the 2014 fiscal year. The performance-based restricted stock units were granted on December 3, 2013 under the Cognizant

03/11/2015

Date

(1) 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

(2) 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.

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.