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COGNIZANT TECHNOLOGY SOLUTIONS CORP

Form 4

Class A

Stock

Common

12/01/2015

December 03, 2015

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). See Instruction 1(b). OMB APPROVAL OMB Number: Sand EXCHANGE COMMISSION Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES SECURITIES OMB Number: Expires: STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 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 OMB Number: Expires: Stantage average burden hours per response O.5. OMB Number: Expires: OMB Number: Danuary 31 Expires: OMB Number: OMB Number: Danuary 31 Section 16. Section 16. Section 16. 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									
(Print or Type Responses) 1. Name and Address of Reporting Person * McLoughlin Karen	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) COGNIZANT TECHNOLOGY SOLUTIONS CORP., 500 FRANK W. BURR BLVD.	3. Date of Earliest Transaction (Month/Day/Year) 12/01/2015	Director 10% Owner _X_ Officer (give title Other (specify below) Chief Financial Officer							
(Street) TEANECK, NJ 07666	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 Person							
(City) (State) (Zip)	Table I - Non-Derivative Securities Acq	uired, Disposed of, or Beneficially Owned							
(Instr. 3) any	on Date, if Transaction(A) or Disposed of Code (D) Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (A) or	5. Amount of Securities Form: Direct Indirect Beneficially (D) or Beneficial Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported Transaction(s) (Instr. 3 and 4)							
Class A Common 12/01/2015 Stock	Code V Amount (D) Price $M = \begin{array}{c} 1,400 \\ \underline{(1)} \end{array} A = \begin{array}{c} \$ \ 0 \end{array}$	23,664 D							

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form

D

 $726 \frac{(2)}{65.2}$ D $\frac{\$}{65.2}$ 22,938

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displays a currently valid OMB control number.

6 Data Evergisable and Evairation 7 Title and Amoun

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

3 Transaction Data 3A Danmad

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	SA. Deemed Execution Date, if any (Month/Day/Year)	Transactic Code (Instr. 8)	S. Number on of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		r)	Underlying Secur (Instr. 3 and 4)	
				Code V	ŕ	Date Exercisable	Expiration Date	Title	Amo or Nun of Shar
Restricted Stock Units	\$ 0 (3)	12/01/2015		M	1,400	12/01/2015(4)	12/01/2015(4)	Class A Common Stock	1,4

Reporting Owners

Reporting Owner Name / Address	Relationships				
Reporting Owner Funct, Futuress	Director	10% Owner	Officer	Other	
McLoughlin Karen COGNIZANT TECHNOLOGY SOLUTIONS CORP. 500 FRANK W. BURR BLVD. TEANECK, NJ 07666			Chief Financial Officer		

Signatures

1 Title of

/s/ Harry Demas, on behalf of Karen McLoughlin, by Power of Attorney 12/03/2015

**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) 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 1, 2014.
- (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 December 1, 2014 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
- (4) Compensation 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 December 1, 2017.

Reporting Owners 2

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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.