Edgar Filing: COGNIZANT TECHNOLOGY SOLUTIONS CORP - Form 4

COGNIZANT TECHNOLOGY SOLUTIONS CORP

Form 4

Stock

December 06, 2016

December of	0, 2010										
FORM	14	~	. ~- ~			~			OMB A	PPROVAL	
	Washington, D.C. 20549								OMB Number:	3235-0287	
Check th if no long	ger								Expires:	January 31, 2005	
subject to Section 1 Form 4 o	F CHANGES IN BENEFICIAL OWN SECURITIES					NERSHIP OF	Estimated average burden hours per response				
Form 5 obligatio may cont See Instruction 1(b).	Section 17(a	a) of the	Public Ut		ding Con	npan	y Act of	e Act of 1934, f 1935 or Section 40	n		
(Print or Type I	Responses)										
			2. Issuer Name and Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer			
		COGNIZANT TECHNOLOGY SOLUTIONS CORP [CTSH]					(Check all applicable)				
(Last)	(First) (N	Middle)	3. Date of Earliest Transaction (Month/Day/Year) X					C Officer (give title Other (specify			
	IZANT TECHNO NS CORP., 500 FI BLVD		12/03/20	•				EVP, Pres	below) Healthcare & I	Life Sc	
Filed(Mo				Amendment, Date Original 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			
TEANECK	, NJ 0/666							Person		porung	
(City)	(State)	(Zip)	Tabl	e I - Non-E	Derivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	Security (Month/Day/Year) Execution Date, if		n Date, if	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)				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)	
~ 1				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Class A Common Stock	12/03/2016			M	1,000 (1)	A	\$0	32,324	D		
Class A Common Stock	12/03/2016			F	470 (2)	D	\$ 54.02	31,854	D		
Class A Common	12/03/2016			M	5,914 (3)	A	\$ 0	37,768	D		

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Class A Common

Stock

12/03/2016

F 2,77

2,777 D \$ 34,991

91

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 form displays a currently valid OMB control number.

SEC 1474

(9-02)

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. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amour Underlying Securit (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Shar
Restricted Stock Units	\$ 0 (4)	12/03/2016		M		1,000	12/03/2016 <u>(5)</u>	12/03/2016 <u>(5)</u>	Class A Common Stock	1,0
Restricted Stock Units	\$ 0 (4)	12/03/2016		M		5,914	12/03/2016 <u>(6)</u>	12/03/2016 <u>(6)</u>	Class A Common Stock	5,9

Reporting Owners

Reporting Owner Name / Address	Keittioniiipi					
	Director	10% Owner	Officer	Other		
IZDICIINIA CANA MAN AJENIZA T						

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

EVP, Pres Healthcare & Life Sc

TEANECK, NJ 07666

Signatures

/s/ Harry Demas, on behalf of Venkat Krishnaswamy, by Power of Attorney

12/06/2016

**Signature of Reporting Person

Date

Relationshins

Reporting Owners 2

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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 3, 2013.
- (2) Represents the portion of shares of Class A Common Stock that the Company determined to settle in cash to pay applicable tax withholding.
- Represents the number of shares of Class A Common Stock received from the vesting of 1/2 of the vested performance-based restricted (3) stock units previously granted to the reporting person under the Cognizant Technology Solutions Corporation 2009 Incentive Compensation Plan on December 3, 2013.
- (4) 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 3, 2013 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 date so that the stock units will be fully vested on the twelfth quarterly vesting date. The stock units were fully vested on December 3, 2016
 - The performance-based restricted stock units were granted on December 3, 2013 under the Cognizant Technology Solutions Corporation 2009 Incentive Compensation Plan. In accordance with the performance-based restricted stock unit award, 1/2 of the vested
- (6) performance-based restricted stock units were issued on June 3, 2015. The remaining 1/2 of the vested performance-based restricted stock units were issuable on December 3, 2016, provided that the reporting person remained in the Company's service through such anniversary date

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.