

COBURN GORDON  
Form 4  
September 07, 2010

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
COBURN GORDON

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 Earliest Transaction (Month/Day/Year)

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)  
Chief Oper. and Fin. Officer

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

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

TEANECK, NJ 07666

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |
| Class A Common Stock            | 09/02/2010                           |  | M                              |   | 10,000  | A  | \$ 33.71  |
| Class A Common Stock            | 09/02/2010                           |  | S                              |   | 10,000  | D  | \$ 60.5   |
| Class A Common Stock            | 09/03/2010                           |  | G                              |   | 1,600   | D  | \$ 0  |

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|                            |            |   |        |   |             |        |   |
|----------------------------|------------|---|--------|---|-------------|--------|---|
| Class A<br>Common<br>Stock | 09/03/2010 | M | 30,000 | A | \$<br>33.71 | 41,509 | D |
| Class A<br>Common<br>Stock | 09/03/2010 | S | 30,000 | D | \$<br>62.03 | 11,509 | D |

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

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(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. Transaction Code (Instr. 8) | 5. Number of Derivative 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 or Number of Shares |
| Class A Common Stock Option (Right to Buy) <sup>(1)</sup> | \$ 33.71   | 09/02/2010                           |  | M                              | 10,000  | 08/07/2007 08/07/2016                                    | Class A Common Stock  | 10,000 |                            |
| Class A Common Stock Option (Right to Buy) <sup>(1)</sup> | \$ 33.71   | 09/03/2010                           |  | M                              | 30,000  | 08/07/2007 08/07/2016                                    | Class A Common Stock  | 30,000 |                            |

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships  |
|--|--|
| COBURN GORDON<br>C/O COGNIZANT TECHNOLOGY SOLUTIONS<br>CORP. | Director 10% Owner Officer<br>Chief Oper. and Fin. Officer |
|  | Other  |

500 FRANK W. BURR BLVD  
TEANECK, NJ 07666

## Signatures

/s/ Steven E. Schwartz on behalf of Gordon Coburn, by Power of  
Attorney

09/07/2010

\_\_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) Such options were granted on August 7, 2006 pursuant to the Company's Amended and Restated 1999 Incentive Compensation Plan. Such options were fully vested on August 7, 2010. The Date Exercisable above reflects the first anniversary date of such option.
- (2) Excludes previously granted options for an aggregate of 97,500 shares of Class A Common Stock, which have different exercise 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.