

## COGNIZANT TECHNOLOGY SOLUTIONS CORP

Form 4

March 01, 2006

**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)

C/O COGNIZANT TECHNOLOGY  
SOLUTIONS CORP., 500  
GLENPOINTE CENTRE WEST

02/27/2006

Executive VP and CFO

(Street)

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 Ownership Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Class A Common Stock	02/27/2006		M		10,300	A \$ 10.115	7,501 D
Class A Common Stock	02/27/2006		S		3,500	D \$ 58.36	7,501 D
Class A Common Stock	02/27/2006		S		200	D \$ 58.38	7,501 D

Class A Common Stock	02/27/2006	S	1,200	D	\$ 58.4	7,501	D
Class A Common Stock	02/27/2006	S	507	D	\$ 58.41	7,501	D
Class A Common Stock	02/27/2006	S	733	D	\$ 58.43	7,501	D
Class A Common Stock	02/27/2006	S	960	D	\$ 58.44	7,501	D
Class A Common Stock	02/27/2006	S	600	D	\$ 58.45	7,501	D
Class A Common Stock	02/27/2006	S	1,000	D	\$ 58.46	7,501	D
Class A Common Stock	02/27/2006	S	500	D	\$ 58.47	7,501	D
Class A Common Stock	02/27/2006	S	300	D	\$ 58.5	7,501	D
Class A Common Stock	02/27/2006	S	800	D	\$ 59.01	7,501	D
Class A Common Stock	03/01/2006	M	9,700	A	\$ 10.115	7,501	D
Class A Common Stock	03/01/2006	S	5,060	D	\$ 58.93	7,501	D
Class A Common Stock	03/01/2006	S	4,640	D	\$ 58.94	7,501	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)

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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>	\$ 10.115	02/27/2006		M		10,300		02/05/2004	02/05/2013	Class A Common Stock	10,300
Class A Common Stock Option (Right to Buy) <sup>(1)</sup>	\$ 10.115	03/01/2006		M		9,700		02/05/2004	02/05/2013	Class A Common Stock	9,700

## Reporting Owners

Reporting Owner Name / Address	Director	10% Owner	Officer	Other
COBURN GORDON C/O COGNIZANT TECHNOLOGY SOLUTIONS CORP. 500 GLENPOINTE CENTRE WEST TEANECK, NJ 07666			Executive VP and CFO	

## Signatures

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

03/01/2006

**\*\*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).

Such options were granted on February 5, 2003 pursuant to the Company's 1999 Incentive Compensation Plan, as amended. Such options

- (1) vest as follows: 25% on February 5, 2004; 25% on February 5, 2005; 25% on February 5, 2006; and 25% on February 5, 2007. The Date Exercisable above reflects the first anniversary date of such option.

- (2) Includes multiple option grants with different exercise prices 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.

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