COMPUTER TASK GROUP INC

Form 4 May 11, 2007

FORM 4

Form 4 or

obligations

may continue.

Form 5

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to **SECURITIES** 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 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * BOLDT JAMES R			2. Issuer Name and Ticker or Trading Symbol COMPUTER TASK GROUP INC [CTGX]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First) (N	Middle)	3. Date of (Month/D 05/09/20	ay/Year					_X_ Director 10% Owner _X_ Officer (give title Other (specify below) Chief Executive Officer			
			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	e I - Noi	n-D	erivative S	ecurit	ties Ac	quired, Disposed (of, or Beneficia	ally Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)			Transaction(A) or Dispo			sposed of and 5) (A)		Securities Form: Direct Beneficially (D) or Owned Indirect (I) Following (Instr. 4) Reported Transaction(s)	Indirect (I)		
Common Stock	05/09/2007			Code A	V	Amount 10,000 (1)	(D) A	Price \$ 0	(Instr. 3 and 4) 85,128	D		
Common Stock									10,101	I	Custodian for son	

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

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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 of TransactionDerivative 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 Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 4.52	05/09/2007		A	40,000	05/09/2008	05/09/2017	Common Stock	40,000

Reporting Owners

Reporting Owner Name / Address	Relationships

Director 10% Owner Officer Other

BOLDT JAMES R

800 DELAWARE AVENUE X Chief Executive Officer

BUFFALO, NY 14209

Signatures

Peter P Radetich attorney for James R
Boldt
05/11/2007

**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) The grant of 10,000 shares of restricted stock vests in annual increments of 2500 shares beginning on May 9 2008.
- (2) The stock option vests in four annual increments of 10,000 shares beginning on May 9, 2008.

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.

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