Edgar Filing: COBURN GORDON - Form 4

COBURN G Form 4	ORDON										
December 04	4, 2012										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB AF OMB Number:	PROVAL 3235-0287			
Check th if no long subject to Section 1 Form 4 o Form 5	ger STATEN 6. r	box STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF								Expires: January 31 Expires: 2005 Estimated average burden hours per response 0.5	
obligation may cont <i>See</i> Instru 1(b).	ns Section 17(a) of the 1	Public Ut	ility Hole		npany	Act of	1935 or Section	1		
(Print or Type I	Responses)										
COBURN GORDON Symbol COGN			er Name and Ticker or Trading IZANT TECHNOLOGY FIONS CORP [CTSH]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
	IZANT TECHNO IS CORP., 500 F		3. Date of (Month/D 12/01/20	-	ransaction			Director X Officer (give below)		Owner r (specify	
Filed(Mor			ndment, Date Original nth/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 07666							Person		porting	
(City)	(State)	(Zip)	Tabl	e I - Non-I	Derivative S	Securi	ities Acqu	uired, Disposed of	, or Beneficial	y Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				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)			
				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Class A Common Stock	12/01/2012			М	33,600 (1)	А	\$0	79,813	D		
Class A Common Stock	12/01/2012			F	14,714 (2)	D	\$ 67.23	65,099	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 formSEC 1474
(9-02)

Edgar Filing: COBURN GORDON - Form 4

displays a currently valid OMB control number.

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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amo Underlying Secu (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	An or Nu of S
Restricted Stock Units	\$ 0 <u>(3)</u>	12/01/2012		М	33,600	12/01/2012(4)	12/01/2012 <u>(4)</u>	Class A Common Stock	33

Reporting Owners

Reporting Owner Name / Address	Relationships					
I Contraction of the second	Director	10% Owner	Officer	Other		
COBURN GORDON C/O COGNIZANT TECHNOLOGY SOLUTIONS CORP. 500 FRANK W. BURR BLVD TEANECK, NJ 07666			President			
Signatures						
/s/ Steven Schwartz on behalf of Gordon Coburn, by Power Attorney	of	12/04/2012				
**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).
- Represents the number of shares of Class A Common Stock received from the vesting of 2/3 of the vested performance-based restricted
 (1) stock units previously granted to the reporting person under the Cognizant Technology Solutions Corporation 2009 Incentive Compensation Plan on December 1, 2009.
- (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 performance-based restricted stock units were granted on December 1, 2009 under the Cognizant Technology Solutions Corporation 2009 Incentive Compensation Plan. In accordance with the performance-based restricted stock unit award, 1/3 of the vested

(4) performance-based restricted stock units were issued on the eighteen-month anniversary of the date of grant of such performance-based restricted stock units and 2/3 of the vested performance-based restricted stock units were issued on the thirty-six month anniversary of the date of grant of such performance-based restricted stock units.

Edgar Filing: COBURN GORDON - Form 4

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.