

CHINTAMANENI RAMAKRISHNA PRASAD  
 Form 4  
 December 05, 2017

**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 \*  
 CHINTAMANENI  
 RAMAKRISHNA PRASAD

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

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 12/01/2017

\_\_\_\_ Director  
 Officer (give title below)  
 \_\_\_\_ 10% Owner  
 \_\_\_\_ Other (specify below)  
 President Global Inds. & Cnslt

(Street)  
 TEANECK, NJ 07666

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(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 (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Class A Common Stock	12/01/2017		M		9,900 (1)	A	\$ 0 18,972 D
Class A Common Stock	12/01/2017		F		5,104 (2)	D	\$ 71.36 13,868 D
Class A Common Stock	12/01/2017		M		2,611 (3)	A	\$ 0 16,479 D

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Class A Common Stock	12/01/2017	F	<u>1,346</u> (2)	D	\$ 71.36	15,133	D
Class A Common Stock	12/01/2017	M	392 (4)	A	\$ 0	15,525	D
Class A Common Stock	12/01/2017	F	203 (2)	D	\$ 71.36	15,322	D
Class A Common Stock	12/01/2017	M	<u>2,089</u> (5)	A	\$ 0	17,411	D
Class A Common Stock	12/01/2017	F	<u>1,077</u> (2)	D	\$ 71.36	16,334	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 Security (Instr. 3 and 4)		
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Restricted Stock Units	\$ 0 (6)	12/01/2017		M	9,900	12/01/2017(7)	12/01/2017(7)	Class A Common Stock	9
Restricted Stock Units	\$ 0 (6)	12/01/2017		M	2,611	12/01/2017(8)	12/01/2017(8)	Class A Common Stock	2
Restricted Stock Units	\$ 0 (6)	12/01/2017		M	392	12/01/2017(9)	12/01/2017(9)	Class A Common Stock	



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The restricted stock units were granted on December 1, 2016 under the Cognizant Technology Solutions Corporation 2009 Incentive Compensation Plan and vest in quarterly installments over three years, commencing on March 1, 2017, 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 will be fully vested on December 1, 2019.

### **Remarks:**

Exhibit List: Exhibit 24 - Power of Attorney

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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