COGNIZANT TECHN Form 4 March 06, 2017	OLOGY SOLU	TIONS	CORP								
								OMB A	PPROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								2025 0297			
Section 16. Form 4 or Form 5 File	ed pursuant to S on 17(a) of the l	F CHAN Section (Public U	NGES IN SECUR	BENEF RITIES le Securit ding Cor	ICIA ties E	Exchai y Act	WNERSHIP OF nge Act of 1934, of 1935 or Sectio 940	Expires: Estimated burden hou response	urs per		
(Print or Type Responses)											
			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) COGNIZANT TECHN SOLUTIONS CORP., W. BURR BLVD.			of Earliest Tr Day/Year) 2017	ransaction			Director X Officer (giv below) Exec. VP		% Owner her (specify rketing		
Filed(Month/Day/				/Day/Year) Applicable Line) _X_ Form filed by C				One Reporting P	int/Group Filing(Check Dne Reporting Person Lore than One Reporting		
TEANECK, NJ 07666							Person				
(City) (State)	(Zip)	Tab	le I - Non-I	Derivative	Secur	rities A	cquired, Disposed	of, or Beneficia	lly Owned		
	n Date 2A. Deemo Year) Execution any (Month/Da	Date, if	3. Transaction Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D) and and (A) or)	Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect		
Reminder: Report on a separ	rate line for each cl	ass of sec	urities benef	•		•	or indirectly.	otion of	SEC 1474		

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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. Transactio Code (Instr. 8)	× • • •		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. l De Sec (In	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(1)</u>	03/02/2017		А	15,709	(2)	(2)	Class A Common Stock	15,709	
Restricted Stock Units (3) (4)	(3) (4)	03/02/2017		А	10,094	(3)(4)	(3)(4)	Class A Common Stock	10,094	\$

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Reporting Owners

Reporting Owner Name / Address	Relationships					
FB	Director	10% Owner	Officer	Other		
Frank Malcolm COGNIZANT TECHNOLOGY SOLUTIONS CORP. 500 FRANK W. BURR BLVD. TEANECK, NJ 07666			Exec. VP, Strategy & Marketing			
Signatures						
/s/ Harry Demas, on behalf of Malcolm Frank, by Pow Attorney	wer of		03/06/2017			

**Signature of Reporting Person

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) Each restricted stock unit represents a contingent right to receive one share of the Company's Class A Common Stock.

The restricted stock units were granted on March 2, 2017 under the Cognizant Technology Solutions Corporation 2009 Incentive Compensation Plan and vest in quarterly installments over three years, commencing on June 2, 2017, with 1/12th of the stock units

Date

(2) Compensation r an and vest in quarterly instantients over three years, commencing on suite 2, 2017, with 1712th 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 March 2, 2020.

Represents the total number of performance-based restricted stock units which vested based upon attainment by the Company of certain performance milestones, as determined by the Company's compensation committee on March 2, 2017 based upon the audited financials for the 2016 fiscal year. The performance-based restricted stock units were granted on November 30, 2015 under the Cognizant

(3) Technology Solutions 2009 Incentive Compensation Plan. In accordance with the performance-based restricted stock unit award, 1/3 of the vested performance-based restricted stock units shall be issued on the eighteen-month anniversary of the date of grant of such performance-based restricted stock units, provided the reporting person remains in the Company's service through such anniversary date. (Continued in the next footnote.)

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(Continued from the previous footnote.) The remaining 2/3 of the vested performance-based restricted stock units shall be issued on the thirty-six month anniversary of the date of grant of such performance-based restricted stock units, provided that the grantee remains in the

(4) Company's service through such anniversary date. Each performance-based restricted stock unit represents a contingent right to receive one share of the Company's Class A Common Stock. The reporting person will disclose the receipt of shares of the Company's Class A Common Stock underlying the performance-based restricted stock units on Table I of Form 4, if and when such reporting person satisfies the aforementioned service-based conditions.

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.