### Edgar Filing: COGENT COMMUNICATIONS GROUP INC - Form 4

#### COGENT COMMUNICATIONS GROUP INC

Form 4

September 17, 2012

<b>FORM</b>	4	UNITED STATES

#### **OMB APPROVAL** SECURITIES AND EXCHANGE COMMISSION **OMB**

Number:

3235-0287

0.5

Check this box if no longer

Washington, D.C. 20549

January 31, Expires: 2005

subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Estimated average burden hours per response...

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * BROOKS STEVEN D		ng Person *	2. Issuer Name and Ticker or Trading Symbol COGENT COMMUNICATIONS GROUP INC [CCOI]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last) 1015 31ST ST	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/14/2012	_X_ Director 10% Owner Officer (give title below) Other (specify below)		
	(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		
WASHINGTON, DC 20007		)7		Form filed by More than One Reporting Person		

(City)	(State)	(Zip)	Table I - No	n-Derivative Securities Acqui	ired, Disposed o	of, or Beneficia	lly Owned
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities Acquired (A)	5. Amount of	6.	7. Natur

1.11110 01	2. Transaction Date	Zi i. Decined	٥.	i. Securiti	05 7 100	quired (11)	J. I tilloulit of	0.	7. I tatale of
Security	(Month/Day/Year)	Execution Date, if	Transactio	omr Dispose	ed of (l	D)	Securities	Ownership	Indirect
(Instr. 3)		any	Code	(Instr. 3, 4	and 5	)	Beneficially	Form:	Beneficial
		(Month/Day/Year)	(Instr. 8)				Owned	Direct (D)	Ownership
							Following	or Indirect	(Instr. 4)
					(4)		Reported	(I)	
					(A)		Transaction(s)	(Instr. 4)	
			C = V		or	ъ.	(Instr. 3 and 4)		
			Code V	Amount	(D)	Price			
common	09/14/2012		S	5,000	1)	\$	18,150	D	
stock	07/14/2012		5	3,000		20.9267	10,130	D	

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form 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)

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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. Transactic Code (Instr. 8)	5.  onNumber of Derivative Securities Acquired (A) or Disposed of (D)		ate	7. Title Amoun Underly Securiti (Instr. 3	t of ying es	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V	(Instr. 3, 4, and 5)  (A) (D)	Date Exercisable	Expiration Date	Title N	Amount or Number of Shares		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
BROOKS STEVEN D							
1015 31ST ST. NW	X						
WASHINGTON, DC 20007							

## **Signatures**

Steven D.
Brooks

\*\*Signature of Reporting Person

O9/17/2012

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).

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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