

COBURN GORDON
Form 4
December 01, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
COBURN GORDON

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 GLENPOINTE CENTRE WEST
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/01/2005

____ Director
 Officer (give title below) _____ 10% Owner
_____ Other (specify below)
Executive VP and CFO

TEANECK, NJ 07666
(City) (State) (Zip)

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

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Class A Common Stock	12/01/2005		M	28,376	A	\$ 4.729	7,501 D
Class A Common Stock	12/01/2005		M	5,500	A	\$ 10.115	7,501 D
Class A Common Stock	12/01/2005		S	8,876	D	\$ 49	7,501 D

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Class A Common Stock	12/01/2005	S	10,000	D	\$ 49.3	7,501	D
Class A Common Stock	12/01/2005	S	1,000	D	\$ 49.31	7,501	D
Class A Common Stock	12/01/2005	S	1,000	D	\$ 49.33	7,501	D
Class A Common Stock	12/01/2005	S	500	D	\$ 49.35	7,501	D
Class A Common Stock	12/01/2005	S	10,990	D	\$ 49.45	7,501	D
Class A Common Stock	12/01/2005	S	1,510	D	\$ 49.46	7,501	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 form displays a currently valid OMB control number.

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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. 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 Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Class A Common Stock Option (Right to Buy) ⁽¹⁾	\$ 4.729	12/01/2005		M	28,376	03/29/2002 03/29/2011	Class A Common Stock 28,376
Class A Common	\$ 10.115	12/01/2005		M	5,500	02/05/2004 02/05/2013	Class A Common 5,500

