McLoughlin Karen Form 3 February 09, 2012

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 * McLoughlin Karen			2. Date of Event Requiring Statement (Month/Day/Year) 02/06/2012	3. Issuer Name and Ticker or Trading Symbol COGNIZANT TECHNOLOGY SOLUTIONS CORP [CTSH]				
(Last) COGNIZAN	(Last) (First) (Middle) OGNIZANT TECHNOLOGY			4. Relationship of Reporting Person(s) to Issuer		g	5. If Amendment, Date Orig Filed(Month/Day/Year)	
SOLUTIONS CORP., 500 FRANK W. BURR BLVD. (Street)				(Check all applicable) Director 10% O Officer Other (give title below) (specify below Chief Financial Officer		Owner or ow)	ner 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting	
TEANECK,	NJ 07	666					Person Form filed by More than One Reporting Person	
(City)	(State)	(Zip)	Table I - N	Non-Deriva	tive Securit	ies Be	neficially Owned	
1.Title of Secu (Instr. 4)	rity		2. Amount o Beneficially (Instr. 4)		3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		ture of Indirect Beneficial ership :. 5)	
Class A Common Stock			6,871		D	Â		
Reminder: Repowned directly			each class of securities benefic	cially	SEC 1473 (7-02	2)		
,	Perso infor requi	ons who res mation con ired to resp	spond to the collection of tained in this form are not ond unless the form displ MB control number.	t				

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Date Exercisable and	3. Title and Amount of	4.	5.	6. Nature of Indirect
(Instr. 4)	Expiration Date	Securities Underlying	Conversion	Ownership	Beneficial
	(Month/Day/Year)	Derivative Security	or Exercise	Form of	Ownership
		(Instr. 4)	Price of	Derivative	(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Class A Common Stock (Right to Buy) (1)	12/14/2007	12/14/2016	Class A Common Stock	40,000	\$ 40.33	D	Â
Class A Common Stock (Right to Buy) (2)	08/14/2009	08/14/2018	Class A Common Stock	10,000	\$ 31.06	D	Â
Restricted Stock Units	(3)	(3)	Class A Common Stock	1,417	\$ <u>(4)</u>	D	Â
Restricted Stock Units	(5)	(5)	Class A Common Stock	11,459	\$ <u>(4)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
McLoughlin Karen COGNIZANT TECHNOLOGY SOLUTIONS CORP. 500 FRANK W. BURR BLVD. TEANECK Â NIÂ 07666	Â	Â	Chief Financial Officer	Â		

Signatures

/s/ Steven Schwartz on behalf of Karen McLoughlin, by Power of Attorney

02/09/2012

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Such options were granted on December 14, 2006 pursuant to the Company's Amended and Restated 1999 Incentive Compensation Plan. Such options were fully vested on December 14, 2010. The Date Exercisable above reflects the first anniversary date of such option.
- Such options were granted on August 14, 2008 pursuant to the Company's Amended and Restated 1999 Incentive Compensation Plan. (2) Such options have the following vesting schedule: 25% on August 14, 2009; 25% on August 14, 2010; 25% on August 14, 2011; and 25% on August 14, 2012. The Date Exercisable above reflects the first anniversary date of such option.
- The restricted stock units were granted on July 15, 2009 under the Cognizant Technology Solutions 2009 Incentive Compensation Plan (3) and vest as follows: 1/2 of the stock units vest on April 15, 2012 and 1/2 of the stock units vest on July 15, 2012. The restricted stock units will be fully vested on July 15, 2012.
- (4) 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 21, 2011 under the Cognizant Technology Solutions 2009 Incentive Compensation Plan (5) and vest in equal quarterly installments over the next 11 quarters beginning on May 1, 2012, so that the stock units will be fully vested on November 1, 2014.

Reporting Owners 2

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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.