

PERFICIENT INC
Form 4
December 16, 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 *
MCDONALD JOHN T

(Last) (First) (Middle)

1120 S. CAP. OF TX HWY., SUITE 220, BLDG. 3

(Street)

AUSTIN, TX 78746

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PERFICIENT INC [PRFT]

3. Date of Earliest Transaction (Month/Day/Year)
12/14/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
CEO

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price (A) (D) | | |
| Common Stock | 11/23/2005 | | X | | 38,350 (6) | A | \$ 1.98 587,314 (1) D |
| Common Stock | 12/14/2005 | | A | | 17,857 | A | \$ 0.5 605,171 D |

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

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SEC 1474 (9-02)

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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 Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|-----------------------|-----|--|-----------------|---|
| | | | | | V | (A) | (D) | Date Exercisable | Expiration Date | |
| Stock option | \$ 14.688 | | | | | | | 01/01/2001 ⁽⁴⁾ | 01/16/2010 | Common stock |
| Stock option | \$ 3.75 | | | | | | | 01/01/2002 ⁽⁴⁾ | 03/28/2011 | Common stock |
| Stock option | \$ 3.75 | | | | | | | 11/01/2001 ⁽⁴⁾ | 03/28/2011 | Common stock |
| Stock option | \$ 0.74 | | | | | | | 04/17/2001 ⁽²⁾ | 04/17/2011 | Common stock |
| Stock option | \$ 1.25 | | | | | | | 10/01/2001 ⁽⁴⁾ | 09/21/2011 | Common stock |
| Stock option | \$ 1.25 | | | | | | | 01/01/2003 ⁽⁴⁾ | 01/01/2012 | Common stock |
| Stock option | \$ 0.31 | | | | | | | 09/21/2001 | 09/21/2011 | Common stock |
| Stock option | \$ 1.15 | | | | | | | 07/01/2003 ⁽⁴⁾ | 06/25/2012 | Common stock |
| Stock option | \$ 0.5 | | | | | | | 02/13/2004 ⁽⁴⁾ | 02/13/2013 | Common stock |
| Stock option | \$ 2.28 | | | | | | | 12/11/2004 ⁽³⁾ | 12/11/2013 | Common stock |
| Warrant | \$ 1.98 | | | | | | | 01/07/2002 | 12/31/2011 | Common stock |
| Stock Option | \$ 6.31 | 12/15/2004 | | A | 400,000 | | | 01/01/2006 ⁽⁵⁾ | 12/15/2012 | Common Stock |
| Stock Option | \$ 1.15 | 12/29/2004 | | M | | 13,500 | | 07/01/2003 ⁽⁴⁾ | 06/25/2012 | Common Stock |
| Stock option | \$ 1.15 | 01/18/2005 | | M | | 18,459 | | 07/01/2003 ⁽⁴⁾ | 06/25/2012 | Common stock |
| Warrant | \$ 1.98 | 11/23/2005 | | X | | 50,500 ⁽⁶⁾ | | 01/07/2002 | 12/31/2011 | Common Stock |
| Stock Option | \$ 0.5 | 12/14/2005 | | M | | 17,857 | | 02/13/2004 ⁽⁴⁾ | 02/13/2013 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| MCDONALD JOHN T 1120 S. CAP. OF TX HWY. SUITE 220, BLDG. 3 AUSTIN, TX 78746 | X | | CEO | |

Signatures

| | |
|------------------------------------|------------|
| John T. McDonald | 12/16/2005 |
| **Signature of Reporting Person | 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).
- (1) Excludes 261,642 shares owned by Mr. McDonald, but held indirectly through Beekman Ventures, Inc. (Beekman Ventures, Inc. is 100% owned by John T. McDonald.)
 - (2) 1/3 of the option grant is exercisable on 04/17/2001 and the remainder is exercisable ratably over the subsequent 2 quarters.
 - (3) 1/4 of the option grant is exercisable on Date Exercisable in the table above and the remainder is exercisable ratably over the subsequent 12 quarters.
 - (4) 1/3 of the option grant is exercisable on Date Exercisable in the table above and the remainder is exercisable ratably over the subsequent 8 quarters.
 - (5) This option grant becomes exercisable over 6 years starting 01/01/2006.
 - (6) This warrant was exercised under the cashless exercise provisions of the warrant: calculated as (i)the number of warrant shares to be exercised less (ii)the number of warrant shares equal to the quotient obtained by dividing (A)the product of the total number of warrant shares and the existing exercise price by (B)the current market value of a share of common stock defined as the last reported sale price on the last business day prior to the date of exercise.

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