

PERFICIENT INC

Form 4

January 12, 2006

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
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(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)  
12/16/2005

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) 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 11/23/2005                              |                                                             | X                                    | Amount<br>(6)<br>38,350                                                 | (A)<br>or<br>(D)<br>A \$ 1.98                                                                                      | 587,314 (1)                                                             | D                                                                 |
| Common<br>Stock                       | 12/14/2005                              |                                                             | A                                    | 17,857                                                                  | A \$ 0.5                                                                                                           | 605,171 (1)                                                             | D                                                                 |
| Common<br>Stock                       | 12/16/2005                              |                                                             | G                                    | 1,000                                                                   | D (8)                                                                                                              | 604,171 (1)                                                             | D                                                                 |
| Common<br>Stock                       | 01/09/2006                              |                                                             | S                                    | 100,000<br>(7)                                                          | D \$ 9.835                                                                                                         | 504,171 (1)                                                             | D                                                                 |
| Common<br>Stock                       | 01/09/2006                              |                                                             | S                                    | 50,000<br>(7)                                                           | D \$ 9.8298                                                                                                        | 454,171 (1)                                                             | D                                                                 |

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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.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and An<br>Underlying Sec<br>(Instr. 3 and 4) | 8. Additional<br>Information<br>(Instr. 3 and 4) |                 |                           |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|-------------------------------------------------------|--------------------------------------------------|-----------------|---------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V                                                                                                   | (A)                                                            | (D) | Date Exercisable                                      | Expiration<br>Date                               | Title           | Additional<br>Information |
| Stock<br>option                                     | \$ 14.688                                                          |                                         |                                                             |                                      |                                                                                                     |                                                                |     | 01/01/2001 <sup>(4)</sup>                             | 01/16/2010                                       | Common<br>stock |                           |
| Stock<br>option                                     | \$ 3.75                                                            |                                         |                                                             |                                      |                                                                                                     |                                                                |     | 01/01/2002 <sup>(4)</sup>                             | 03/28/2011                                       | Common<br>stock |                           |
| Stock<br>option                                     | \$ 3.75                                                            |                                         |                                                             |                                      |                                                                                                     |                                                                |     | 11/01/2001 <sup>(4)</sup>                             | 03/28/2011                                       | Common<br>stock |                           |
| Stock<br>option                                     | \$ 0.74                                                            |                                         |                                                             |                                      |                                                                                                     |                                                                |     | 04/17/2001 <sup>(2)</sup>                             | 04/17/2011                                       | Common<br>stock |                           |
| Stock<br>option                                     | \$ 1.25                                                            |                                         |                                                             |                                      |                                                                                                     |                                                                |     | 10/01/2001 <sup>(4)</sup>                             | 09/21/2011                                       | Common<br>stock |                           |
| Stock<br>option                                     | \$ 1.25                                                            |                                         |                                                             |                                      |                                                                                                     |                                                                |     | 01/01/2003 <sup>(4)</sup>                             | 01/01/2012                                       | Common<br>stock |                           |
| Stock<br>option                                     | \$ 0.31                                                            |                                         |                                                             |                                      |                                                                                                     |                                                                |     | 09/21/2001                                            | 09/21/2011                                       | Common<br>stock |                           |
| Stock<br>option                                     | \$ 1.15                                                            |                                         |                                                             |                                      |                                                                                                     |                                                                |     | 07/01/2003 <sup>(4)</sup>                             | 06/25/2012                                       | Common<br>stock |                           |
| Stock<br>option                                     | \$ 0.5                                                             |                                         |                                                             |                                      |                                                                                                     |                                                                |     | 02/13/2004 <sup>(4)</sup>                             | 02/13/2013                                       | Common<br>stock |                           |
| Stock<br>option                                     | \$ 2.28                                                            |                                         |                                                             |                                      |                                                                                                     |                                                                |     | 12/11/2004 <sup>(3)</sup>                             | 12/11/2013                                       | Common<br>stock |                           |
| Warrant                                             | \$ 1.98                                                            |                                         |                                                             |                                      |                                                                                                     |                                                                |     | 01/07/2002                                            | 12/31/2011                                       | Common<br>stock |                           |
| Stock<br>Option                                     | \$ 6.31                                                            | 12/15/2004                              |                                                             | A                                    | 400,000                                                                                             |                                                                |     | 12/15/2006 <sup>(5)</sup>                             | 12/15/2012                                       | Common<br>Stock |                           |
| Stock<br>Option                                     | \$ 1.15                                                            | 12/29/2004                              |                                                             | M                                    |                                                                                                     | 13,500                                                         |     | 07/01/2003 <sup>(4)</sup>                             | 06/25/2012                                       | Common<br>Stock |                           |
| Stock                                               | \$ 1.15                                                            | 01/18/2005                              |                                                             | M                                    |                                                                                                     | 18,459                                                         |     | 07/01/2003 <sup>(4)</sup>                             | 06/25/2012                                       | Common          |                           |

|                 |         |            |   |                      |                                   |            |                 |
|-----------------|---------|------------|---|----------------------|-----------------------------------|------------|-----------------|
| optoin          |         |            |   |                      |                                   |            | stock           |
| Warrant         | \$ 1.98 | 11/23/2005 | X | 50,500<br><u>(6)</u> | 01/07/2002                        | 12/31/2011 | Common<br>Stock |
| Stock<br>Option | \$ 0.5  | 12/14/2005 | M | 17,857               | 02/13/2004 <sup>(4)</sup> <u></u> | 02/13/2013 | Common<br>Stock |

## Reporting Owners

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

## Signatures

John T.  
McDonald 01/12/2006

          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 7 years.
- (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.
- (7) Shares sold pursuant to Rule 10b5-1 Trading Plan, adopted by the reporting person on December 7, 2005.
- (8) Represents gift of shares to Ballet Austin.

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.