

CIBER INC
Form 4
January 05, 2015

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BOUSTRIDGE MICHAEL

(Last) (First) (Middle)

**6363 SOUTH FIDDLER'S GREEN
CIRCLE, SUITE 1400**

(Street)

**GREENWOOD
VILLAGE, CO 80111**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CIBER INC [CBR]

3. Date of Earliest Transaction
(Month/Day/Year)
12/29/2014

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)
President & 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	(A) or (D)	Price
Common Stock, \$.01 par value	12/31/2014		M ⁽¹⁾	67,060	A	\$ 0	202,443	D
Common Stock, \$.01 par value	12/31/2014		F ⁽²⁾	28,131	D	\$ 3.55	174,312	D

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

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number.

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 Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Restricted Stock Unit	(3)	12/29/2014		A	350,000	12/29/2017 ⁽⁴⁾	⁽⁵⁾	Common Stock, \$0.01 par value
Restricted Stock Unit	(3)	12/31/2014		M	67,060	12/31/2014 ⁽⁶⁾	⁽⁷⁾	Common Stock, \$0.01 par value

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BOUSTRIDGE MICHAEL 6363 SOUTH FIDDLER'S GREEN CIRCLE SUITE 1400 GREENWOOD VILLAGE, CO 80111	X		President & CEO	

Signatures

Michael
Boustridge 01/05/2015

__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) Represents shares acquired upon release of restricted stock units.
- (2) Represents shares withheld from the released restricted stock units for the payment of applicable income and payroll withholding taxes due on release.
- (3) Each Restricted Stock Unit represents a contingent right to receive one share of CIBER, Inc. common stock.
- (4) These RSUs will vest 100% after a three year cliff.
- (5) RSU converts to common stock over 3 year life (per vesting schedule)
- (6)

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The inducement grant of 804,721 RSUs and 815,217 NQ Stock Options (the "Inducement Grant"), was made to Mr. Boustridge in agreement with his appointment as President & CEO. The RSUs will vest quarterly, beginning with an initial installment that will vest on the date of grant, a second installment that will vest at the end of the first month and continue for a period of 30 months. The Options will vest monthly beginning with an initial installment that will vest on the date of grant, monthly vesting will continue at the end of the first month and continue for a period of 46 months.

(7) RSU converts to common stock over 30 month life (per vesting schedule)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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