Edgar Filing: COGENT COMMUNICATIONS GROUP INC - Form 4

COGENT COMMUNICATIONS GROUP INC

Form 4 June 21, 2007

FORM 4

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

OMB Number:

3235-0287

Check this box if no longer

Form 4 or

subject to
Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES

Expires: January 31, 2005

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OMB APPROVAL

Form 5 obligations may continue. *See* Instruction

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

1(b).

common

stock

06/21/2007(1)

(Print or Type Responses)

1. Name and A BEURY RO	Symbol COGEN	2. Issuer Name and Ticker or Trading Symbol COGENT COMMUNICATIONS GROUP INC [CCOI]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last)	(First) (N		f Earliest Ti	ransaction	Director _X_ Officer (given	ve title Oth				
1015 31ST	`	(Month/Day/Year) 06/21/2007			below) below) Chief Legal Officer					
	(Street)	4. If Ame	4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check				
WASHING	TON, DC 20007	Filed(Moi	Filed(Month/Day/Year)			Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip) Tabl	e I - Non-I	Perivative Securities Acc	quired, Disposed	of, or Beneficia	lly 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 on(A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			

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

A

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SEC 1474

(9-02)

Reported

Transaction(s) (Instr. 3 and 4)

 $60,000^{(2)}$

D

(A)

(D)

A

Price

\$0

Amount

30,000

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

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1. Title o	of 2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title	e and	8. Price of	9. Nu
Derivativ	ve Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securi	ties	(Instr. 5)	Bene
	Derivative		•		Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						`
					4, and 5)						
					, ,						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title N	Number		
									of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BEURY ROBERT N JR 1015 31ST ST., NW WASHINGTON, DC 20007

Chief Legal Officer

Signatures

Robert N. 06/21/2007 Beury, Jr.

**Signature of Date Reporting Person

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).
 - On June 21, 2007 the board of directors made a grant of 30,000 restricted share to Mr. Beury. The grant vests over four years.
- (1) Twenty-five percent (25%), or 7,500 shares of the restricted stock grant vests on June 21, 2008. Additional blocks of 1,875 shares vest every three months after June 21, 2008 until the grant is fully vested on April 1, 2011; vesting accelerates upon a change of control and certain other circumstances.
- (2) A portion of these securities is not vested or is subject to forfeiture under certain circumstances.

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.

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