SEC Form 4

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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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

| | dress of Reporting F | Person* | 2. Issuer Name and Ticker or Trading Symbol PERFICIENT INC [PRFT] | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|-----------------|------------------------|---------|---|-------|--|----------------------|--|--|--|--|
| MCDONALD JOHN T | | | | X | Director | 10% Owner | | | | |
| | | | | | Officer (give title | Other (specify | | | | |
| (Last) | Last) (First) (Middle) | | 3. Date of Earliest Transaction (Month/Day/Year) | | below) | below) | | | | |
| 1120 S. CAP. | OF TX HWY. | | 03/09/2004 | | CEO | | | | | |
| SUITE 220, H | BLDG. 3 | | | | | | | | | |
| , | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | vidual or Joint/Group Filir | ng (Check Applicable | | | | |
| (Street) | | | | Line) | | | | | | |
| AUSTIN | TX | 78746 | | X | Form filed by One Re | porting Person | | | | |
| | | | | | Form filed by More the Person | an One Reporting | | | | |
| (City) | (State) | (Zip) | | | | | | | | |

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 Disposed Of (| | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|---------------------------------|--|---|---|---|--------------------------------|---------------------|----------|---|---|---|--|
| | | | Code | v | Amount | (A) or (D) Price | | Transaction(s) (Instr. 3 and 4) | | | |
| Common stock | 03/09/2004 | | S | | 1,550 ⁽¹⁾ | D | \$3.95 | 436,142 | Ι | Includes shares held by Beekman Ventures, Inc. | |
| Common stock | 03/09/2004 | | S | | 1,000 ⁽¹⁾ | D | \$4.0075 | 435,142 | I | Includes shares held by Beekman Ventures, Inc. | |
| Common stock | | | | | | | | 750,806 | D | | |

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. Transa Code (8) | | 5. Nu of Deriv Secu Acqu (A) o Disp of (D (Instri and S | vative rities lired r osed) 7. 3, 4 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | nd 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | ties Derivative ng Security e Security (Instr. 5) | | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|---|------------------------------|---|--|--|--|--------------------|--|-------------------------------------|---|-----------|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Stock option | \$14.688 | | | | | | | 01/01/2001 ⁽⁴⁾ | 01/16/2010 | Common stock | 50,000 | | 50,000 | D | |
| Stock option | \$3.75 | | | | | | | 01/01/2002 ⁽⁴⁾ | 03/28/2011 | Common stock | 150,000 | | 200,000 | D | |
| Stock option | \$3.75 | | | | | | | 11/01/2001 ⁽⁴⁾ | 03/28/2011 | Common stock | 100,000 | | 300,000 | D | |
| Stock option | \$0.74 | | | | | | | 04/17/2001 ⁽²⁾ | 04/17/2011 | Common stock | 12,828 | | 312,828 | D | |
| Stock option | \$1.25 | | | | | | | 10/01/2001 ⁽⁴⁾ | 09/21/2011 | Common stock | 37,000 | | \$349,828 | D | |
| Stock option | \$1.25 | | | | | | | 01/01/2003 ⁽⁴⁾ | 01/01/2012 | Common stock | 63,000 | | 412,828 | D | |
| Stock option | \$0.31 | | | | | | | 09/21/2001 | 09/21/2011 | Common stock | 106,383 | | 519,211 | D | |
| Stock option | \$1.15 | | | | | | | 07/01/2003 ⁽⁴⁾ | 06/25/2012 | Common stock | 275,000 | | 794,211 | D | |
| Stock option | \$0.5 | | | | | | | 02/13/2004 ⁽⁴⁾ | 02/13/2013 | Common stock | 125,000 | | 919,211 | D | |
| Stock option | \$2.28 | | | | | | | 12/11/2004 ⁽³⁾ | 12/11/2013 | Common stock | 300,000 | | 1,219,211 | D | |

| | 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. Transa Code (8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Warrant | \$1.98 | | | | | | | 01/07/2002 | 12/31/2011 | Common stock | 50,500 | | 1,269,711 | D | |

Explanation of Responses:

1. Shares sold pursuant to Rule 10b5-1 Trading Plan adopted by the reporting person on November 26, 2003.

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 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 option grant is exercisable on Date Exercisable in the table above and the remainder is exercisable ratably over the subsequent 8 quarters.

<u>John T. McDonald</u>

03/11/2004

Date

** Signature of Reporting Person

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

* 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).

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

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 Number.