

PERFICIENT INC
Form 4/A
January 17, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
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)
01/12/2006

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	(A) or (D)	Price		
Common Stock	01/09/2006		S		100,000 (3)	D	\$ 9.835 161,642	I	By Self as 100% Owner of Beekman Ventures, Inc.
Common Stock	01/09/2006		S		50,000 (3)	D	\$ 9.8298 111,642	I	By Self as 100% Owner of Beekman Ventures, Inc.

Edgar Filing: PERFICIENT INC - Form 4/A

Common Stock 12/16/2005 G 1,000 D (2) 604,171 (1) D

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 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 Securities (Instr. 3 and 4)
Stock Option	\$ 0.5	12/14/2005		M	17,857	02/13/2004 ⁽⁴⁾ 02/13/2013	Common Stock 17,857

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 01/17/2006

**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 111,642 shares owned by Mr. McDonald, but held indirectly through Beekman Ventures, Inc. (Beekman Ventures, Inc. is 100% owned by John T. McDonald.)
- (2) Represents gift of shares to Ballet Austin.

Edgar Filing: PERFICIENT INC - Form 4/A

- Sale represents a portion of the 262,000 shares announced in the press release dated 1/11/2006 to be sold through Mr. McDonald's 10b5-1
- (3) Trading Plan in 2006. Shares owned by Mr. McDonald, but held indirectly through Beekman Ventures, Inc. (Beekman Ventures, Inc. is 100% owned by John T. McDonald.)
 - (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.

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.