

EPAM Systems, Inc.
Form 3
September 20, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

| | | | | | |
|---|---|---|---|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Shnyder Boris</p> <p>(Last) (First) (Middle)</p> <p>C/O EPAM SYSTEMS, INC.,Â 41 UNIVERSITY DRIVE SUITE 202</p> <p>(Street)</p> <p>NEWTOWN,Â PAÂ 18940</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>09/14/2016</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>EPAM Systems, Inc. [EPAM]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>SVP/Co-Head of Global Business</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|---|---|---|--|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| EPAM Common Stock | 19,430 ⁽¹⁾ | D | Â |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------------------|------------------|-----------------|-------------------|----------------------------|----------|---------------------------------------|---|
| Employee Stock Option (right to buy) | Â (2) | 03/25/2026 | EPAM Common Stock | 12,308 | \$ 70.52 | D | Â |
| Employee Stock Option (right to buy) | Â (3) | 07/31/2025 | EPAM Common Stock | 60,000 | \$ 74.11 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Shnayder Boris C/O EPAM SYSTEMS, INC. 41 UNIVERSITY DRIVE SUITE 202 NEWTOWN, PA 18940 | Â | Â | Â SVP/Co-Head of Global Business | Â |

Signatures

/s/ Ginger Mosier, as Attorney-in-Fact 09/20/2016

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- Represents (a) 15,000 restricted stock units that vested as to 25% of the shares on July 31, 2016 and are scheduled to vest as to 25% of the shares on each of July 31, 2017, 2018 and 2019; and (b) 4,430 restricted stock units that are scheduled to vest as to 25% of the shares on each of March 25, 2017, 2018, 2019 and 2020.
- (1) shares on each of July 31, 2017, 2018 and 2019; and (b) 4,430 restricted stock units that are scheduled to vest as to 25% of the shares on each of March 25, 2017, 2018, 2019 and 2020.
 - (2) The option, representing a right to purchase 12,308 shares, will become exercisable as to 25% of the shares on each of March 25, 2017, 2018, 2019 and 2020.
 - (3) The option, representing a right to purchase 60,000 shares, became exercisable as to 25% of the shares on July 31, 2016, and will become exercisable as to 25% of the shares on each of July 31, 2017, 2018 and 2019.

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.