### Edgar Filing: COGENT COMMUNICATIONS GROUP INC - Form 4

	Edgar Fi	lling: COGEN		UNICAT	ION	S GRC	JUP INC - FOR	m 4		
COGENT C Form 4 April 29, 200	OMMUNICATION	NS GROUP IN	С							
FORM	Л							-	PPROVAL	
	UNITEDS		S SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						3235-0287	
Check th if no long subject to Section 1 Form 4 o Form 5 obligatio may cont <i>See</i> Instri 1(b).	ger 5 16. 5 5 5 5 5 5 5 5 5 5 5 5 5	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 I	Responses)									
1. Name and A WEED THA	Issuer Name <b>and</b> Ticker or Trading nbol GENT COMMUNICATIONS OUP INC [CCOI]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last)	(First) (Mi						Director	Director 10% Owner X Officer (give title Other (specify		
			(Month/Day/Year) 04/28/2008				below) below) VP, CFO			
(Street) 4. If Amendm Filed(Month/D				h/Day/Year) Applical _X_For For				al or Joint/Group Filing(Check Line) iled by One Reporting Person led by More than One Reporting		
(City)	,	Zip) Ta					Person			
(City)		- 14	ble I - Non-I	Derivative	Secur	ities Ac	quired, Disposed o	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)			Code ) (Instr. 8)	4. Securion(A) or D (D) (Instr. 3,	ispose 4 and (A) or	d of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
common stock	04/28/2008		M	625 <u>(2)</u>	$\frac{\mathbf{A}}{(1)}$	\$ 4.88 (2)	74,793 <u>(3)</u>	D		
common stock	04/28/2008		S	625	$\frac{D}{(1)}$	\$ 20	74,168 <u>(3)</u>	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.

#### Edgar Filing: COGENT COMMUNICATIONS GROUP INC - Form 4

 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. Transactic Code (Instr. 8)	5. Number on 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)		8. P. Deri Secu (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option to purchase common stock	\$ 4.88 <u>(2)</u>	04/28/2008		М	625 (2)	10/26/2005	10/26/2015	common stock	625	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
WEED THADDEUS GERARD 1015 31ST ST., NW WASHINGTON, DC 20007			VP, CFO			

# Signatures

Thaddeus "Tad" 04/29/2008 <u>\*\*</u>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).

(1) These shares of common stock were sold pursuant to Mr. Weed's structured sale plan (10b5-1 plan).

(2) Mr. Weed exercised options to acquire 625 shares of common stock for an aggregate purchase price of \$3,050.00, or \$4.88 per share.

(3) A portion of these securities is not vested.

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.