Edgar Filing: O'CONNELL DANIEL - Form 5

O'CONNE Form 5 February 1	LL DANIEL 1, 2011								
FOR	M 5						OMB A	PPROVAL	
		STATES S	ECURI	TIES AN	D EXCHANGE	COMMISSION	OMB Number:	3235-0362	
Check this box if no longer subject to Section 16. Form 4 or Form ANNUAL STA			Washington, D.C. 20549 FATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES				Expires:	January 31,	
							Expired: 2005 Estimated average burden hours per response 1.0		
1(b). Form 3 Reporte Form 4 Transac Reporte	Holdings Section 17	(a) of the Pu	blic Util	ity Holdi	Securities Exchan ng Company Act Company Act of 19	of 1935 or Sectio	'n		
1. Name and Address of Reporting Person <u>*</u> O'CONNELL DANIEL			2. Issuer Name and Ticker or Trading Symbol EDGEWATER TECHNOLOGY INC/DE/ [EDGW]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(Last) (First) (Middle) 3. State			ent for Issuer's Fiscal Year EndedOirector Day/Year)Officer (give			e title 10% Owner Other (specify below)		
20 HARV	ARD MILL SQU		2,01,201	0					
			4. If Amendment, Date Original 6. In Filed(Month/Day/Year)				6. Individual or Joint/Group Reporting (check applicable line)		
WAKEFI	ELD, MA 018	80				_X_ Form Filed by Form Filed by Person	One Reporting I More than One I		
(City)	(State)	(Zip)	Table l	l - Non-De	rivative Securities A	equired, Disposed o	f, or Beneficia	ally Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Da any (Month/Day/	Co	ansaction ode 1str. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
	eport on a separate lin neficially owned direc		[,] . c	ontained	no respond to the in this form are no isplays a currently	t required to resp	ond unless	SEC 2270 (9-02)	
	Tal				red, Disposed of, or l ptions, convertible s				
1 Title of	2 3 Trop	saction Date 3	A Doomo	d	1 5 Numb	per of 6 Date Eve	reisable and	7 Title an	

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amou
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Derivative	Expiration Date	Underlying Securi
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)		

	Derivative Security				or Disposed of (D) (Instr. 3, 4, and 5)						
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Nun of Si	
Stock Option	\$ 2.89	Â	Â	Â	Â	Â	08/12/2011 <u>(1)</u>	08/12/2014	Common Stock	35,	
Stock Option	\$ 2.84	06/16/2010	Â	А	20,000	Â	06/16/2011(2)	06/16/2015	Common Stock	20,	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
O'CONNELL DANIEL 20 HARVARD MILL SQUARE WAKEFIELD, MA 01880	ÂX	Â	Â	Â		
Signatures						

/s/ Daniel O'Connell <u>**Signature of</u> 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) Option grant vests as follows: 33% on grant date, 33% on first anniversary of grant date and 33% on second anniversary of grant date.
- (2) Quarterly vesting for a one year period.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.