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

#### COGENT COMMUNICATIONS GROUP INC

Form 4

August 02, 2007

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

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if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * BEURY ROBERT N JR			Symbol COGENT CO	and Ticker or Trading  MMUNICATIONS	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
			GROUP INC	[CCOI]	(5	· · · · · · · · · · · · · · · · · · ·		
(Last)	(First)	(Middle)	3. Date of Earlies (Month/Day/Yea			10% Owner ve title Other (specify		
1015 31ST ST., NW			08/02/2007	,	below) below) Chief Legal Officer			
(Street)			4. If Amendment	, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/	Year)	Applicable Line) _X_ Form filed by One Reporting Person			
WASHING	GTON, DC 20	007			Form filed by Person	More than One Reporting		
(City)	(State)	(Zip)	Table I - No	n-Derivative Securities Acq	quired, Disposed o	of, or Beneficially Owned		
1.Title of	2. Transaction	Date 2A. Deen	ed 3.	4. Securities Acquired	5. Amount of	6. Ownership 7. Nature		

(- 3)	(*******)	` 17 Labi	e I - Non-L	erivative i	Secui	rities Acq	uirea, Disposea o	i, or Beneficial	ly Ownea	
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. Securit on(A) or Dis (Instr. 3, 4)	spose	d of (D)	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 Indirect Beneficial Ownership (Instr. 4)	
common stock	08/02/2007(1)		M	400 (1)	A	\$0	60,400 (2)	D		
common stock	08/02/2007(1)		S	400 (1)	D	\$ 29.28	60,000 (2)	D		

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

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# 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 of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pr Deri Secu (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Options to purchase common stock	\$ 0 (1)	08/02/2007		M	400 (1)	06/01/2005	09/08/2014	common stock	400	

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BEURY ROBERT N JR 1015 31ST ST., NW WASHINGTON, DC 20007

Chief Legal Officer

### **Signatures**

Robert N. 08/02/2007 Beury, Jr.

\*\*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) This exercise of options to acquire 400 shares of common stock at an aggregate purchase price of \$0.10, or \$0.00026 per share, and the sale of 400 shares of common stock was implemented pursuant to Mr. Beury's structured sale plan (10b5-1 plan).
- (2) A portion of these securities is not vested or is subject to forfeiture under certain circumstances.

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.

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