## Edgar Filing: COMPUTER TASK GROUP INC - Form 4

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COMPUTER Form 4	R TASK GROUP	INC							
May 15, 2008	8								
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FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB Number:	3235-0287	
Check thi	er		0					Expires:	January 31,
if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF							Estimated	Estimated average	
Section 1 Form 4 or		SECURITIES							irs per
Form 5									
obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section									
See Instru 1(b).		30(h) of the Ir	ivestment	Compan	y Act	of 19	40		
(Print or Type R	Responses)								
1. Name and Address of Reporting Person _2. Issuer Name and Ticker or Trading5. Relationship of FMARKS RANDOLPH ASymbolIssuer							Reporting Person(s) to		
	COMP	OMPUTER TASK GROUP INC				(Check all applicable)			
		[CTGX	-						
			3. Date of Earliest Transaction (Month/Day/Year)				X_ Director 10% Owner Officer (give title Other (specify		
			05/14/2008				below)	below)	
	4. If Ame	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
		Filed(Mo	nth/Day/Year	)			Applicable Line) _X_ Form filed by	One Reporting Po	erson
BUFFALO,	NY 14209							More than One Re	
(City)	(State) (	Zip) Tab	le I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deem (Month/Day/Year) Execution any (Month/D		Code	TransactionAcquired (A) or			SecuritiesFBeneficially(OwnedI	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
					(A)		Reported Transaction(s)	(msu: r)	(insu: i)
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	05/14/2008		А	5,000	А	\$0	256,355	D	
Common Stock							6,000	Ι	By Spouse

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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Derivative Expiration Date Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4,		7. Title and Amount o Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Option (right to buy)	\$ 5.25	05/14/2008		А	20,000	05/14/2008(1)	05/14/2023	Common Stock	20,000

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Other				
MARKS RANDOLPH A 800 DELAWARE AVENUE BUFFALO, NY 14209	Х							
Signatures								
Peter P. Radetich attorney for H Marks	А.	05/15/2008						
<u>**</u> Signature of Reporting Per		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) The stock option vests in four increments of 5000 shares beginning on May 14, 2008, July 1, 2008, October 1, 2008 and January 1, 2009.

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.