Edgar Filing: PYLE MICHAEL R - Form 4

Form 4	AEL R										
March 11, 20	Л) STATES					NGE (COMMISSION		PPROVAL 3235-0287	
Check this if no longe subject to Section 16 Form 4 or Form 5 obligation may contin <i>See</i> Instruct 1(b).	Filed pu Filed pu Section 17	Washington, D.C. 20549 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							Expires: Estimated a burden hou response	irs per	
(Print or Type Ro	esponses)										
1. Name and Address of Reporting Person <u>*</u> PYLE MICHAEL R			2. Issuer Name and Ticker or Trading Symbol PEGASYSTEMS INC [PEGA]				-	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) C/O PEGASYSTEMS INC., 1 ROGERS STREET			3. Date of Earliest Transaction(Month/Day/Year)03/07/2013					Director 10% Owner XOfficer (give title Other (specify below) below) Senior VP, Engineering			
	(Street)			ndment, Dat th/Day/Year)	e Original			6. Individual or J Applicable Line) _X_ Form filed by	One Reporting Po	erson	
CAMBRIDG	E, MA 02142							Form filed by M Person	More than One R	eporting	
(City)	(State)	(Zip)	Table	e I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Execution any	med on Date, if Day/Year)	3. Transactic Code (Instr. 8)	Disposed (Instr. 3,	(A) of of (D 4 and (A) or) 5)	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				Code V	Amount	(D)	Price	9,386	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)

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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. Transacti Code (Instr. 8)	5. Number on f 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units (1)	\$ O	03/07/2013		А	2,713 (2)	03/07/2014 <u>(2)</u>	(3)	Common Stock	2,713

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
PYLE MICHAEL R C/O PEGASYSTEMS INC. 1 ROGERS STREET CAMBRIDGE, MA 02142			Senior VP, Eng	ineering			
Signatures							
/s/ Janet Mesrobian, Esq., as A	ttorney-Ir	n-Fact for M	ichael R.	03/11/2013			

Pyle

**Signature of 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).

Date

- Each restricted stock unit represents the right to receive, following vesting, one share of Pegasystems Inc.'s common stock. (1)
- Represents election by individual, as part of the Company's Corporate Incentive Compensation Plan, to receive half of his annual (2)bonus in RSUs, based upon the Company's stock price as of March 7, 2013. All RSUs fully vest on March 7, 2014.
- (3) Once vested, the shares of common stock are not subject to expiration.

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.