Edgar Filing: PEGASYSTEMS INC - Form 4

Form 4	EMS INC										
September 1	3, 2011										
FORM			~~~			OMB APPROVAL					
	UNITE	D STATES		RITIES A shington,			NGE C	COMMISSION	OMB Number:	3235-0287	
Check th if no lon subject to Section 2 Form 4 c	F CHANGES IN BENEFICIAL OWNERSHIP OI SECURITIES						Expires: January 31 2009 Estimated average burden hours per response 0.9				
Form 5 obligatio may con <i>See</i> Instr 1(b).	tinue. Section 1	7(a) of the	Public U		ling Con	npan	y Act of	e Act of 1934, 1935 or Section 0	1		
(Print or Type)	Responses)										
1. Name and Address of Reporting Person <u>*</u> KRA DOUGLAS I			2. Issuer Name and Ticker or Trading Symbol PEGASYSTEMS INC [PEGA]				-	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Chee					(Checl	k all applicable)		
C/O PEGASYSTEMS INC., 101 MAIN STREET			(Month/Day/Year) 09/11/2011					Director 10% Owner X Officer (give title Other (specify below) Below) Senior VP, Global Services 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
CAMPBID	Filed(Mor			endment, Date Original nth/Day/Year)							
CAMBRID	GE, MA 02142							Person		F8	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	Security (Month/Day/Year) Execution Date,		on Date, if	Code (Instr. 3, 4 and 5)				Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
C				Code V	Amount		Price	(Instr. 3 and 4)			
Common Stock	09/11/2011			М	293 <u>(1)</u>	А	\$0	7,423	D		
Common Stock	09/11/2011			F	94	D	\$ 34.65	7,329	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: PEGASYSTEMS 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. Transacti Code (Instr. 8)	5. Number onof 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. De Se (In
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units (2)	\$ 0	09/11/2011		М	293 (1)	12/11/2009(1)	<u>(3)</u>	Common Stock	5,870	

Reporting Owners

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
KRA DOUGLAS I C/O PEGASYSTEMS INC. 101 MAIN STREET CAMBRIDGE, MA 02142			Senior VP, Global Services			
Signatures						

/s/ Shawn Hoyt, Esq., as Attorney-In-Fact for Douglas I. Kra <u>**</u>Signature of Reporting Person 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) Represents 5% quarterly vesting on September 11, 2011. Original grant was 5,870 RSUs, with 20% vested on December 11, 2009, and the remaining 80% vesting in equal quarterly installments over the remaining four years.
- (2) Each restricted stock unit represents the right to receive, following vesting, one share of Pegasystems Inc.'s common stock.
- (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.