JONES RICHARD H

Form 4

September 14, 2011

FORM 4

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

OMB

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

3235-0287 Number: January 31, Expires:

2005

0.5

OMB APPROVAL

Estimated average burden hours per

response...

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

Common

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * JONES RICHARD H			uer Name and Ticker or Trading of SYSTEMS INC [PEGA]	5. Relationship of Reporting Person(s) to Issuer
(Last)	(First) (M	Middle) 3. Date	e of Earliest Transaction n/Day/Year)	(Check all applicable) _X_ Director 10% Owner
C/O PEGA MAIN STR	SYSTEMS INC., REET	101 09/12	/2011	Officer (give title Other (specify below)
	(Street)	4. If A	mendment, Date Original	6. Individual or Joint/Group Filing(Check
CAMBRID	GE, MA 02142	Filed(M	Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person
(City)	(State)	(Zip) Ta	able I - Non-Derivative Securitie	s Acquired, Disposed of, or Beneficially Owned
1.Title of Security (Instr. 3)	Security (Month/Day/Year) Execution D		Code (Instr. 3, 4 and 5) r) (Instr. 8) (A) or	•
Common Stock	09/12/2011			1.27 402,958 D
Common Stock	09/13/2011		S 100 (1) D \$	34.5 402,858 D

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

Grantor

Retained

Annuity Trust

54,577

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date Exercisable	Expiration Date	Title Nu			
									Number		
				C-1- V	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

JONES RICHARD H C/O PEGASYSTEMS INC. 101 MAIN STREET CAMBRIDGE, MA 02142

X

Signatures

/s/ Janet Mesrobian, Esq., as Attorney-In-Fact for Richard H. Jones

09/14/2011

**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) Sold pursuant to a pre-arranged stock trading plan under Rule 10b5-1 of the Securities Exchange Act of 1934, as amended.
- (2) Represents the weighted average of sale prices on 9/12/2011, ranging from \$34.15 to \$34.50.

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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