## Edgar Filing: PEGASYSTEMS INC - Form 4

PEGASYST	EMS INC										
Form 4											
June 18, 201	4										
FORM	14						NCEO			PROVAL	
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						OMB	3235-0287				
Check th	is box		vv as	snington,	D.C. 20	549			Number:	January 31,	
if no long		EMENT O	F CHAN	CFS IN	RENEE	CTA		NERSHIP OF	Expires: 2005		
subject to Section 1	)			GES IN BENEFICIAL OWN SECURITIES					Estimated average		
Form 4 o				bleek	11120	TIES				burden hours per response 0.	
Form 5		oursuant to	Section 1	6(a) of the	e Securit	ies E	xchange	e Act of 1934,	16300136	0.5	
obligation	ns Section 1						•	1935 or Section	n		
may cont See Instru		30(h)	of the In	vestment	Compan	y Ac	t of 194	0			
1(b).											
(D.)	<b>`</b> ```										
(Print or Type I	(Responses)										
1 Name and A	ddress of Reporti	ng Person *	2 Insue	Name and Tisley on Trading				5. Relationship of Reporting Person(s) to			
1. Name and Address of Reporting Person *2. IssuerTrefler LeonSymbol				r Name <b>and</b> Ticker or Trading				Issuer			
			•	YSTEMS	INC [P]	EGA	1				
(Last)	(First)	(Middle)			-	2011	1	(Chec	k all applicable	2)	
(Last)	(Plist)	(windule)	(Month/E	Earliest Tr	ansaction			Director	10%	Owner	
C/O PEGAS	SYSTEMS INC	C., 1	06/17/2	-				Officer (give title Other (specify			
ROGERS S		,	00/1//2					below) Senior V	below) ice President, S	ales	
	(Sture et)		4 10 4	1							
			endment, Date Original nth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
Filed(Mon											
CAMBRID	GE, MA 02142	2						Form filed by M Person	Iore than One Re	porting	
	(54-4-)	(7:									
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of	2. Transaction D	· · · · · · · · · · · · · · · · · · ·					5. Amount of	6. Ownership			
Security (Instr. 3)	(Month/Day/Yea		on Date, if	Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)					Form: Direct Indirect	Indirect Beneficial	
(IIIsti. 3)		any (Month/	Code (Instr. 3, 4 and 5) Day/Year) (Instr. 8)					-	(D) or Benefi Indirect (I) Owner		
		,	<b>,</b>					Following	(Instr. 4)	(Instr. 4)	
						(A)		Reported Transaction(s)			
						or		(Instr. 3 and 4)			
Common				Code V	Amount	(D)	Price	(,			
Common Stock	06/17/2014			М	284 <u>(1)</u>	А	\$0	8,202	D		
Common	06/17/2014			F	93	D	\$	8,109	D		
Stock				-			21.24	.,,			

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.

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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. 5. Number Transaction Code Derivative (Instr. 8) 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	06/17/2014		М	284 $(1)$ $(4)$	03/17/2012(1)	(3)	Common Stock	5,672 (4)	

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
Trefler Leon C/O PEGASYSTEMS INC. 1 ROGERS STREET CAMBRIDGE, MA 02142			Senior Vice President, Sales				
Signatures							

/s/ Janet Mesrobian, Esq., as Attorney-In-Fact for Leon Trefler	06/18/2014	
<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).
- Represents 5% quarterly vesting on June 17, 2014. Original grant was 5,672 RSUs, with 20% vested on March 17, 2012, and the (1) 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.
- This grant of Restricted Stock Units was previously reported as 2,836 shares, but has been adjusted to reflect the 2-for-1 stock split that (4) occurred on April 1, 2014.

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.