Edgar Filing: JONES RICHARD H - Form 4

JONES RIC Form 4 July 15, 201											
FORM								OMB A	PPROVAL		
		RITIES AND EXCHANGE COMM Shington, D.C. 20549				OMB Number:	3235-0287				
Check th if no long							Expires:	January 31, 2005			
subject to Section 1 Form 4 c	or STATEMI	ENT OF CHAI	SECUR		Estimated a burden hou response	average					
Form 5 obligations may continue. See Instruction 1(b). 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											
(Print or Type]	Responses)										
JONES RICHARD H Symbol			r Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer				
(-)			-	EGA	J	(Check all applicable)					
(Last)	of Earliest Ti Day/Year)	ransaction			_X_Director10% Owner						
C/O PEGASYSTEMS INC., 101 07/13/20 MAIN STREET			-				Officer (give titleOther (specify below) below)				
	endment, Date Original nth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 						
CAMBRIDGE, MA 02142 — Form filed by More than One Reporting Person									porting		
(City)	(State) (Z	Zip) Tab	ole I - Non-I	Derivative	Secui	ities Acq	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	•	2A. Deemed Execution Date, if any (Month/Day/Year)	(A)			SecuritiesFBeneficially(IOwnedII	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial			
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Common Stock	07/13/2011		S	1,700 (1)	D	\$ 45.97 (2)	435,763	D			
Common Stock	07/14/2011		S	1,000 (1)	D	\$ 46.96 (3)	434,763	D			
Common Stock							54,577	I	Grantor Retained Annuity Trust		

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

Edgar Filing: JONES RICHARD H - Form 4

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title a Amount Underlyi Securitie (Instr. 3 a	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Own Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
1 8	Director	10% Owner	Officer	Other				
JONES RICHARD H C/O PEGASYSTEMS INC. 101 MAIN STREET CAMBRIDGE, MA 02142	Х							
Signatures								
/s/ Shawn Hout Esg. as Attornay In East for Dishard H								

/s/ Shawn Hoyt, Esq., as Attorney-In-Fact for Richard H. Jones

**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).

(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 7/13/2011, ranging from \$45.52 to \$46.40.

(3) Represents the weighted average of sale prices on 7/14/2011, ranging from \$46.83 to \$47.01.

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.

07/15/2011

Date