Edgar Filing: KOUNINIS EFSTATHIOS A - Form 4

KOUNINIS EFSTATHIOS A Form 4 June 19, 2012FORM 4UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549Check this box if no longer subject to Section 16. Form 5 obligations may continue. See Instruction 1(b).TATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIESFiled 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									PPROVAL 3235-0287 January 31, 2005 average rs per 0.5		
(Print or Type I	Responses)										
KOUNINIS EFSTATHIOS A Symbol				Ticker or INC [P		-	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First) (Middle) 3. Date of	3. Date of Earliest Transaction				(Chec	check an applicable)			
(Month/E C/O PEGASYSTEMS INC., 101 06/15/20 MAIN STREET			Day/Year) 2012				Director 10% Owner X Officer (give title Other (specify below) VP of Finance; CAO				
	ndment, 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 						
CAMBRID	GE, MA 02142						Person		porting		
(City)	(State) (Zip)	Tabl	le I - Non-E) erivative	Secur	ities Acq	uired, Disposed of	f, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	(Month/Day/Year) Exe any	nth/Day/Year) Execution Date, if any			3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price			6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
Common Stock	06/15/2012		М	16 <u>(1)</u>	А	\$0	395	D			
Common Stock	06/15/2012		F	6	D	\$ 30.25	389	D			
Common Stock	06/15/2012		М	16 <u>(4)</u>	А	\$0	405	D			
Common Stock	06/15/2012		F	6	D	\$ 30.25	399	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)

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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)				8. Pr Deri Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units <u>(2)</u>	\$ 0	06/15/2012		М	16 (1)	12/15/2010 <u>(1)</u>	(3)	Common Stock	315	
Restricted Stock Units (2)	\$ 0	06/15/2012		М	16 (4)	06/15/2011 <u>(4)</u>	(3)	Common Stock	324	

Reporting Owners

Relationships						
Director	10% Owner	Officer	Other			
		VP of Finance; CAO				
	Director		Director 10% Owner Officer VP of Finance;			

Signatures

/s/ Janet Mesrobian, Esq., as Attorney-In-Fact for Efstathios A. Kouninis

06/18/2012

<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 June 15, 2012. Original grant was 315 RSUs, with 20% vested on December 15, 2010, and the remaining 80% vesting in equal quarterly installments over the remaining four years.

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- (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.
- (4) Represents 5% quarterly vesting on June 15, 2012. Original grant was 324 RSUs, with 20% vested on June 15, 2011, and the remaining 80% vesting in equal quarterly installments over the remaining four years.

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.