Edgar Filing: JONES RICHARD H - Form 4

JONES RIC	HARD H										
Form 4 January 02, 2	2019										
FORM										APPROVAL	
Washington, D.C. 20549								COMMISSIO	N OMB Number:	3235-0287	
Check th if no lon; subject to Section 1 Form 4 c Form 5	ger 5 STATEM 16. 57 Filed pure	STATEMENT OF CHANGES IN BENEFICIAL OV SECURITIES Filed pursuant to Section 16(a) of the Securities Exchan							Estimate burden h response	•	
obligatio may con <i>See</i> Instr 1(b).	tinue. Section 17(a			ility Hold vestment	•	· ·	•	of 1935 or Secti 940	on		
(Print or Type]	Responses)										
JONES RICHARD H Symb			ymbol	Name and			-	5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) 3. Date of				Earliest Tr	L	EUA	J	(Check all applicable)			
C/O PEGASYSTEMS INC., 1 12/28/2 ROGERS STREET				ay/Year)	unsuetion			X_ Director 10% Owner Officer (give title Other (specify below) below)			
Filed(Mon				ndment, Da hth/Day/Year	-	1		 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
	GE, MA 02142							Person		1 C	
(City)	(State)	(Zip)	Table	e I - Non-D			ities A	cquired, Disposed	of, or Benefic	cially Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Transaction Date 2A. Deemed onth/Day/Year) Execution Date, if any (Month/Day/Year)			4. Securi onAcquirec Disposec (Instr. 3,	l (A) o l of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common				Code V		(D)	Price				
Stock	12/28/2018			М	571 <u>(1)</u>	А	\$0	297,537 <u>(2)</u>	D		
Common Stock								206,192	I	Richard H. Jones Revocable Trust	
Common Stock								200,000	Ι	Patricia K. Jones GRAT	
Common Stock								9,010	I	Spouse	
								59,590 <u>(3)</u>	I		

Common Stock Jones Family Foundation

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)

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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. Pri Deriv Secur (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units <u>(4)</u>	\$ 0	12/28/2018		М	571 (1)	06/28/2018	(5)	Common Stock	571	\$

Other

Reporting Owners

Reporting Owner Name / Address

JONES RICHARD H C/O PEGASYSTEMS INC. 1 ROGERS STREET CAMBRIDGE, MA 02142 Signatures /s/ Janet Mesrobian, Esq., Attorney-In-Fact for Richard Jones 01/02/2019

Director

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).

Relationships

10% Owner Officer

(1)

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Represents 25% vesting on December 28, 2018. Original grant was 2,283 restricted stock units, with 25% vesting immediately on June 28, 2018, and the remaining 75% vesting in equal quarterly installments over the remaining three quarters thereafter.

- (2) Does not include shares of common stock subject to unvested restricted stock units and/or options awards.
- (3) Shares owned by the Jones Family Foundation, of which Mr. Jones has no pecuniary interest.
- (4) Each restricted stock unit represents the right to receive, following vesting, one share of the issuer's common stock.
- (5) 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.