

PEGASYSTEMS INC  
Form 8-K  
September 30, 2005

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

**Form 8-K**

**Current Report**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date Of Report (Date Of Earliest Event Reported): 09/29/2005**

**Pegasystems Inc.**

(Exact Name of Registrant as Specified in its Charter)

**Commission File Number: 1-11859**

**Massachusetts**  
(State or Other Jurisdiction of  
Incorporation or Organization)

**04-2787865**  
(I.R.S. Employer  
Identification No.)

**101 Main Street, Cambridge, Massachusetts 02142**  
(Address of Principal Executive Offices, Including Zip Code)

**617-374-9600**  
(Registrant's Telephone Number, Including Area Code)

**Not Applicable**  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act(17CFR240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act(17CFR240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act(17CFR240.13e-4(c))
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Items to be Included in this Report

**Item 1.01. Entry into a Material Definitive Agreement**

On September 29, 2005, the Compensation Committee of the Board of Directors of Pegasystems Inc. (the "Company") authorized a bonus of \$30,000 to Christopher Sullivan, the Senior Vice President and Chief Financial Officer of the Company. The bonus was authorized in recognition of Mr. Sullivan's efforts to ensure the Company's compliance with Section 404 of the Sarbanes-Oxley Act of 2002.

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**Signature(s)**

Pursuant to the Requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the Undersigned hereunto duly authorized.

Pegasystems Inc.

Date: September 29, 2005.

By: /s/ Shawn S. Hoyt

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Shawn S. Hoyt  
General Counsel and Secretary