## Edgar Filing: LACY PAUL A - Form 4

LACY PAUL	L A									
Form 4	10									
March 05, 20								OMB AI	PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287	
Check this if no long subject to Section 16 Form 4 or	GES IN BENEFICIAL OWNERSHIP SECURITIES					Expires:January 3: 200Estimated average burden hours per response0.				
Form 5 obligation may conti <i>See</i> Instru- 1(b).	s Section 17(a)	uant to Section ) of the Public U 30(h) of the I	tility Hold	ling Com	pany	Act of	f 1935 or Sectio	n		
(Print or Type R	esponses)									
LACY PAUL A Symbol PARA			suer Name <b>and</b> Ticker or Trading ol AMETRIC TECHNOLOGY P [PMTC]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)         (First)         (Middle)         3. Date of (Month/E           140 KENDRICK STREET         03/03/2			-				X_ Director 10% Owner Officer (give title Other (specify below) below)			
	endment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person					
NEEDHAM	, MA 02494							Iore than One Re		
(City)	(State) (Z	Zip) Tat	le I - Non-D	erivative S	ecurit	ies Acq	uired, Disposed of	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code	4. Securit on(A) or Dis (D) (Instr. 3, 4)	sposed	of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	03/03/2010		А	10,714 (1)	A	\$0	30,101	D		

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.

 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. Transactic Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna 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							
	Director	10% Owner	Officer	Other				
LACY PAUL A 140 KENDRICK STREET NEEDHAM, MA 02494	Х							
Signatures								
Catherine Gorecky by power o 12/1/2009	03/05/2010							
***************************************	D .							

\*\*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) Restricted stock award subject to a time-based restriction that vests on the earlier of Parametric Technology Corporation's 2011 Annual Meeting of Shareholders or March 15, 2011.

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.