Edgar Filing: PORTER MICHAEL E - Form 4

PORTER MI Form 4 May 14, 2009											
FORM 4 UNITED STATES SE				SECURITIES AND EXCHANGE COMM					OMB APPROVAL		
Check this box if no longer			Washington, D.C. 20549 F CHANGES IN BENEFICIAL OWN SECURITIES						Number: Expires:	3235-0287 January 31, 2005	
subject to Section 16	NERSHIP OF	Estimated average burden hours per									
Form 4 or Form 5 obligation may conti <i>See</i> Instru 1(b).	Filed p s Section 1	7(a) of the	Public Ut		ing Com	pany	Act of	e Act of 1934, f 1935 or Sectio 40	response n	0.5	
(Print or Type R	esponses)										
PORTER MICHAEL E Sym PAI			Symbol	-				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
			PARAMETRIC TECHNOLOGY CORP [PMTC]				Y				
(Mo 05/ (Street) 4. If			3. Date of Earliest Transaction(Month/Day/Year)05/13/2009					X_Director10% Owner Officer (give titleOther (specify below) below)			
				4. If Amendment, Date Original Filed(Month/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 Person 			
(City)	(State)	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of Security (Instr. 3)	2. Transaction E (Month/Day/Ye	ar) Executio any	on Date, if	3. Transactic Code (Instr. 8)	4. Securiti on(A) or Dis (D) (Instr. 3, 4	sposed	of	Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial	
Common Stock	05/13/2009			Code V A	Amount 15,464 (1)	(D) A	Price \$ 0	(Instr. 3 and 4) 153,506	D		
D 1 D			L C	··· 1 C	• 11	1 1.	.1	. 1			

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)

1. Title of2.DerivativeConversionSecurityor Exercise(Instr. 3)Price ofDerivativeSecurity	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. of 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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
Reporting O	wners		Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
PORTER MICHAEL E	Х							
Signaturaa								

Signatures

Catherine Gorecki by power of attorney filed 9/20/2007

**Signature of Reporting Person

Date

05/14/2009

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 2010 Annual Meeting of Shareholders or March 15, 2010.

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.