

PARAMETRIC TECHNOLOGY CORP  
Form 4  
June 03, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed 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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
VON STAATS AARON C

2. Issuer Name and Ticker or Trading Symbol  
PARAMETRIC TECHNOLOGY CORP [PMTC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
06/03/2008

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
CVP, General Counsel and Clerk

C/O PARAMETRIC TECHNOLOGY CORP, 140 KENDRICK ST

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_ Form filed by More than One Reporting Person

NEEDHAM, MA 02494

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Common Stock                    | 06/03/2008                           |  | S                              | 800   | D \$ 18.81  | 113,274  | D                                 |
| Common Stock                    | 06/03/2008                           |  | S                              | 400   | D \$ 18.82  | 112,874  | D                                 |
| Common Stock                    | 06/03/2008                           |  | S                              | 800   | D \$ 18.83  | 112,074  | D                                 |
| Common Stock                    | 06/03/2008                           |  | S                              | 400   | D \$ 18.85  | 111,674  | D                                 |
|                                 | 06/03/2008                           |  | S                              | 464   | D   | 111,210  | D                                 |

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|              |            |  |   |       |    |    |       |         |  |       |   |
|--------------|------------|--|---|-------|----|----|-------|---------|--|-------|---|
| Common Stock |            |  |   |       | \$ |    |       |         |  | 18.86 |   |
| Common Stock | 06/03/2008 |  | S | 200   | D  | \$ | 18.87 | 111,010 |  |       | D |
| Common Stock | 06/03/2008 |  | S | 400   | D  | \$ | 18.88 | 110,610 |  |       | D |
| Common Stock | 06/03/2008 |  | S | 400   | D  | \$ | 18.89 | 110,210 |  |       | D |
| Common Stock | 06/03/2008 |  | S | 300   | D  | \$ | 18.9  | 109,910 |  |       | D |
| Common Stock | 06/03/2008 |  | S | 800   | D  | \$ | 18.91 | 109,110 |  |       | D |
| Common Stock | 06/03/2008 |  | S | 1,300 | D  | \$ | 18.92 | 107,810 |  |       | D |
| Common Stock | 06/03/2008 |  | S | 643   | D  | \$ | 18.93 | 107,167 |  |       | D |
| Common Stock | 06/03/2008 |  | S | 1,000 | D  | \$ | 18.94 | 106,167 |  |       | D |
| Common Stock | 06/03/2008 |  | S | 500   | D  | \$ | 18.95 | 105,667 |  |       | D |
| Common Stock | 06/03/2008 |  | S | 1,300 | D  | \$ | 18.99 | 104,367 |  |       | D |
| Common Stock | 06/03/2008 |  | S | 3,700 | D  | \$ | 19    | 100,667 |  |       | D |
| Common Stock | 06/03/2008 |  | S | 100   | D  | \$ | 19.01 | 100,567 |  |       | D |
| Common Stock | 06/03/2008 |  | S | 1,200 | D  | \$ | 19.02 | 99,367  |  |       | D |
| Common Stock | 06/03/2008 |  | S | 293   | D  | \$ | 19.1  | 99,074  |  |       | 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.**

SEC 1474  
(9-02)

**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 | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene |
|--|------------------------------------|--------------------------------------|--|--------------------------------|-------------------------|--|--|--|------------------------|
|--|------------------------------------|--------------------------------------|--|--------------------------------|-------------------------|--|--|--|------------------------|

| Derivative Security | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | (Instr. 3 and 4) |
|---------------------|---|------|---|-----|-----|------------------|-----------------|-------|----------------------------|------------------|
|                     |   |      |   |     |     |                  |                 |       |                            | Ownership        |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |                                |
|--|---------------|-----------|---------|--------------------------------|
|  | Director      | 10% Owner | Officer | Other                          |
| VON STAATS AARON C<br>C/O PARAMETRIC TECHNOLOGY CORP<br>140 KENDRICK ST<br>NEEDHAM, MA 02494 |               |           |         | CVP, General Counsel and Clerk |

## Signatures

Catherine Gorecki by power of attorney filed 11/2/2007  
 Date: 06/03/2008

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).
- 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. nbsp; 1,400 \$99.96

Sale  
 02/14/13 47,100 \$99.96

Sale  
 02/14/13 82,500 \$99.96

Sale  
 02/14/13 200 \$99.97

Sale  
 02/14/13 500 \$99.96

Sale

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02/14/13 100 \$99.96

Sale

02/14/13 3,100 \$99.96

Sale

02/14/13 400 \$99.96

Sale

02/14/13 1,500 \$99.96

Sale

02/14/13 1,300 \$99.96

Sale

02/14/13 200 \$99.97

Sale

02/14/13 3,800 \$99.96

Sale

02/14/13 1,100 \$99.96

Sale

02/14/13 1,100 \$99.96

Sale

02/14/13 800 \$99.96

Sale

02/14/13 3,000 \$99.96

Sale

02/14/13 14,100 \$99.96

Sale

02/14/13 10,200 \$99.96

Sale

02/14/13 3,700 \$99.96

Sale

Explanation of Responses:

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02/14/13 6,200 \$99.96

Sale

02/14/13 700 \$99.96

Sale

02/14/13 200 \$99.97

Sale

02/14/13 700 \$99.96

Sale

02/14/13 105 \$99.96

Sale

02/14/13 295 \$99.96

Sale

02/14/13 600 \$99.96

Sale

02/14/13 100 \$99.96

Sale

02/14/13 300 \$99.96

Sale

03/08/13 1,200 \$104.73

Sale

03/08/13 1,800 \$104.73

Sale

03/08/13 4,000 \$104.73

Sale

03/08/13 4,508 \$104.77

Sale

03/08/13 842 \$104.77

Sale

Explanation of Responses:

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03/08/13 120 \$104.77

Sale

03/08/13 1,530 \$104.77

Sale

03/08/13 1,000 \$104.83

Sale

03/08/13 1,719 \$104.73

Sale

03/08/13 40,481 \$104.73

Sale

03/08/13 47,400 \$104.77

Sale

03/08/13 20,900 \$104.73

Sale

03/08/13 19,100 \$104.73

Sale

03/08/13 10,625 \$104.77

Sale

03/08/13 31,275 \$104.77

Sale

03/08/13 1,000 \$104.83

Sale

03/08/13 97,500 \$104.73

Sale

03/08/13 1,100 \$104.73

Sale

03/08/13 9,189 \$104.73

Sale

Explanation of Responses:

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03/08/13 28,514 \$104.73

Sale

03/08/13 3,697 \$104.73

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|      |          |        |           |
|------|----------|--------|-----------|
| Sale | 03/08/13 | 89,201 | \$ 104.77 |
| Sale | 03/08/13 | 51,996 | \$ 104.77 |
| Sale | 03/08/13 | 14,803 | \$ 104.77 |
| Sale | 03/08/13 | 5,668  | \$ 104.83 |
| Sale | 03/08/13 | 500    | \$ 104.73 |
| Sale | 03/08/13 | 1,000  | \$ 104.77 |
| Sale | 03/08/13 | 8,551  | \$ 104.73 |
| Sale | 03/08/13 | 1,449  | \$ 104.73 |
| Sale | 03/08/13 | 10,800 | \$ 104.77 |
| Sale | 03/08/13 | 5,000  | \$ 104.73 |
| Sale | 03/08/13 | 1,600  | \$ 104.77 |
| Sale | 03/08/13 | 800    | \$ 104.77 |
| Sale | 03/08/13 | 1,300  | \$ 104.77 |
| Sale | 03/08/13 | 1,900  | \$ 104.77 |
| Sale | 03/08/13 | 1,000  | \$ 104.83 |
| Sale | 03/08/13 | 4,700  | \$ 104.73 |
| Sale | 03/08/13 | 300    | \$ 104.73 |
| Sale | 03/08/13 | 5,000  | \$ 104.77 |
| Sale | 03/08/13 | 3,000  | \$ 104.73 |
| Sale | 03/08/13 | 3,000  | \$ 104.77 |
| Sale | 03/08/13 | 1,000  | \$ 104.83 |
| Sale | 03/08/13 | 11,600 | \$ 104.73 |
| Sale | 03/08/13 | 30,400 | \$ 104.73 |
| Sale | 03/08/13 | 47,500 | \$ 104.77 |
| Sale | 03/08/13 | 1,000  | \$ 104.83 |
| Sale | 03/08/13 | 30,000 | \$ 104.73 |
| Sale | 03/08/13 | 11,286 | \$ 104.77 |
| Sale | 03/08/13 | 20,714 | \$ 104.77 |
| Sale | 03/08/13 | 1,000  | \$ 104.83 |
| Sale | 03/08/13 | 9,628  | \$ 104.73 |
| Sale | 03/08/13 | 2,872  | \$ 104.73 |
| Sale | 03/08/13 | 4,502  | \$ 104.77 |
| Sale | 03/08/13 | 1,055  | \$ 104.77 |
| Sale | 03/08/13 | 6,943  | \$ 104.77 |
| Sale | 03/08/13 | 4,500  | \$ 104.73 |
| Sale | 03/08/13 | 3,000  | \$ 104.77 |
| Sale | 03/08/13 | 2,000  | \$ 104.77 |
| Sale | 03/08/13 | 1,000  | \$ 104.83 |
| Sale | 03/08/13 | 2,400  | \$ 104.77 |
| Sale | 03/08/13 | 400    | \$ 104.77 |
| Sale | 03/08/13 | 3,500  | \$ 104.77 |
| Sale | 03/08/13 | 12,300 | \$ 104.73 |
| Sale | 03/08/13 | 7,000  | \$ 104.73 |
| Sale | 03/08/13 | 19,000 | \$ 104.77 |
| Sale | 03/08/13 | 1,000  | \$ 104.83 |
| Sale | 03/11/13 | 10,400 | \$ 104.54 |
| Sale | 03/11/13 | 5,965  | \$ 104.54 |
| Sale | 03/11/13 | 19,035 | \$ 104.43 |
| Sale | 03/11/13 | 13,000 | \$ 104.43 |
| Sale | 03/11/13 | 27,965 | \$ 104.43 |
| Sale | 03/11/13 | 300    | \$ 104.54 |
| Sale | 03/11/13 | 1,100  | \$ 104.54 |
| Sale | 03/11/13 | 2,200  | \$ 104.54 |
| Sale | 03/11/13 | 100    | \$ 104.54 |
| Sale | 03/11/13 | 600    | \$ 104.54 |
| Sale | 03/11/13 | 1,000  | \$ 104.54 |
| Sale | 03/11/13 | 2,000  | \$ 104.54 |



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|      |          |        |           |
|------|----------|--------|-----------|
| Sale | 03/11/13 | 6,000  | \$ 104.43 |
| Sale | 03/11/13 | 400    | \$ 104.54 |
| Sale | 03/11/13 | 4,000  | \$ 104.54 |
| Sale | 03/11/13 | 1,000  | \$ 104.54 |
| Sale | 03/11/13 | 2,800  | \$ 104.54 |
| Sale | 03/11/13 | 1,300  | \$ 104.54 |
| Sale | 03/11/13 | 700    | \$ 104.54 |
| Sale | 03/11/13 | 3,300  | \$ 104.43 |
| Sale | 03/11/13 | 700    | \$ 104.43 |
| Sale | 03/11/13 | 5,000  | \$ 104.54 |
| Sale | 03/11/13 | 2,500  | \$ 104.43 |
| Sale | 03/11/13 | 12,500 | \$ 104.43 |
| Sale | 03/11/13 | 13,700 | \$ 104.54 |
| Sale | 03/11/13 | 988    | \$ 104.71 |
| Sale | 03/11/13 | 19,800 | \$ 104.71 |
| Sale | 03/11/13 | 23,727 | \$ 104.71 |
| Sale | 03/11/13 | 65,400 | \$ 104.25 |
| Sale | 03/11/13 | 1,600  | \$ 104.54 |
| Sale | 03/11/13 | 1,400  | \$ 104.54 |
| Sale | 03/11/13 | 2,000  | \$ 104.43 |
| Sale | 03/11/13 | 1,178  | \$ 104.43 |
| Sale | 03/11/13 | 4,567  | \$ 104.54 |
| Sale | 03/11/13 | 1,733  | \$ 104.54 |
| Sale | 03/12/13 | 2,355  | \$ 104.49 |
| Sale | 03/12/13 | 5,145  | \$ 104.49 |
| Sale | 03/12/13 | 1,555  | \$ 103.99 |
| Sale | 03/12/13 | 245    | \$ 103.99 |
| Sale | 03/12/13 | 700    | \$ 103.99 |
| Sale | 03/12/13 | 3,500  | \$ 104.57 |
| Sale | 03/12/13 | 1,500  | \$ 103.99 |
| Sale | 03/12/13 | 300    | \$ 104.57 |
| Sale | 03/12/13 | 2,600  | \$ 104.57 |
| Sale | 03/12/13 | 4,100  | \$ 104.57 |
| Sale | 03/12/13 | 1,600  | \$ 103.99 |
| Sale | 03/12/13 | 1,400  | \$ 103.99 |
| Sale | 03/12/13 | 9,704  | \$ 104.57 |
| Sale | 03/12/13 | 35,253 | \$ 104.49 |
| Sale | 03/12/13 | 13,147 | \$ 103.99 |
| Sale | 03/12/13 | 2,400  | \$ 104.57 |
| Sale | 03/12/13 | 2,100  | \$ 104.57 |
| Sale | 03/12/13 | 15,000 | \$ 104.49 |
| Sale | 03/12/13 | 6,000  | \$ 103.99 |
| Sale | 03/12/13 | 900    | \$ 104.49 |
| Sale | 03/12/13 | 5,100  | \$ 104.49 |
| Sale | 03/12/13 | 2,000  | \$ 103.99 |
| Sale | 03/12/13 | 23,100 | \$ 104.49 |
| Sale | 03/12/13 | 7,400  | \$ 104.49 |
| Sale | 03/12/13 | 8,000  | \$ 103.99 |
| Sale | 03/13/13 | 2,000  | \$ 104.74 |
| Sale | 03/13/13 | 1,000  | \$ 104.81 |
| Sale | 03/13/13 | 5,000  | \$ 104.74 |
| Sale | 03/13/13 | 4,900  | \$ 104.81 |
| Sale | 03/13/13 | 100    | \$ 104.81 |
| Sale | 03/13/13 | 13,300 | \$ 104.74 |
| Sale | 03/13/13 | 2,700  | \$ 104.74 |
| Sale | 03/13/13 | 2,000  | \$ 104.81 |
| Sale | 03/13/13 | 14,000 | \$ 104.81 |

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|      |          |        |           |
|------|----------|--------|-----------|
| Sale | 03/13/13 | 5,000  | \$ 104.45 |
| Sale | 03/13/13 | 2,400  | \$ 104.52 |
| Sale | 03/13/13 | 35,596 | \$ 104.74 |
| Sale | 03/13/13 | 7,373  | \$ 104.81 |
| Sale | 03/13/13 | 10,627 | \$ 104.81 |
| Sale | 03/13/13 | 6,879  | \$ 104.89 |
| Sale | 03/13/13 | 100    | \$ 104.74 |
| Sale | 03/13/13 | 700    | \$ 104.74 |
| Sale | 03/13/13 | 1,700  | \$ 104.74 |
| Sale | 03/13/13 | 500    | \$ 104.74 |
| Sale | 03/13/13 | 3,000  | \$ 104.81 |
| Sale | 03/13/13 | 13,000 | \$ 104.74 |
| Sale | 03/13/13 | 13,000 | \$ 104.81 |
| Sale | 03/13/13 | 1,000  | \$ 104.74 |
| Sale | 03/13/13 | 2,000  | \$ 104.81 |
| Sale | 03/13/13 | 2,300  | \$ 104.74 |
| Sale | 03/13/13 | 12,700 | \$ 104.74 |
| Sale | 03/13/13 | 13,300 | \$ 104.81 |
| Sale | 03/13/13 | 1,700  | \$ 104.81 |
| Sale | 03/13/13 | 1,000  | \$ 104.74 |
| Sale | 03/13/13 | 200    | \$ 104.82 |
| Sale | 03/13/13 | 1,800  | \$ 104.81 |
| Sale | 03/14/13 | 8,000  | \$ 104.88 |
| Sale | 03/14/13 | 8,100  | \$ 104.88 |
| Sale | 03/14/13 | 7,000  | \$ 105.51 |
| Sale | 03/14/13 | 500    | \$ 105.10 |
| Sale | 03/14/13 | 2,200  | \$ 105.10 |
| Sale | 03/14/13 | 200    | \$ 105.11 |
| Sale | 03/14/13 | 7,600  | \$ 105.10 |
| Sale | 03/14/13 | 42,000 | \$ 104.88 |
| Sale | 03/14/13 | 22,100 | \$ 105.07 |
| Sale | 03/14/13 | 20,000 | \$ 105.14 |
| Sale | 03/14/13 | 17,878 | \$ 105.51 |
| Sale | 03/14/13 | 10,400 | \$ 105.10 |
| Sale | 03/14/13 | 10,100 | \$ 104.88 |
| Sale | 03/14/13 | 4,700  | \$ 105.51 |
| Sale | 03/14/13 | 2,600  | \$ 105.10 |
| Sale | 03/14/13 | 16,883 | \$ 105.10 |
| Sale | 03/14/13 | 15,800 | \$ 104.88 |
| Sale | 03/14/13 | 7,100  | \$ 105.51 |
| Sale | 03/14/13 | 29,900 | \$ 105.10 |
| Sale | 03/14/13 | 14,000 | \$ 104.88 |
| Sale | 03/14/13 | 30     | \$ 105.50 |
| Sale | 03/14/13 | 6,170  | \$ 105.51 |
| Sale | 03/14/13 | 8,800  | \$ 105.10 |
| Sale | 03/15/13 | 31,700 | \$ 103.43 |
| Sale | 03/15/13 | 6,602  | \$ 103.93 |
| Sale | 03/15/13 | 4,598  | \$ 103.93 |
| Sale | 03/15/13 | 4,000  | \$ 103.53 |
| Sale | 03/15/13 | 8,800  | \$ 103.43 |
| Sale | 03/15/13 | 500    | \$ 103.81 |
| Sale | 03/15/13 | 2,700  | \$ 103.93 |
| Sale | 03/15/13 | 11,200 | \$ 103.53 |
| Sale | 03/15/13 | 15,000 | \$ 103.43 |
| Sale | 03/15/13 | 800    | \$ 103.81 |
| Sale | 03/15/13 | 4,700  | \$ 103.93 |
| Sale | 03/15/13 | 4,100  | \$ 103.43 |
| Sale | 03/15/13 | 300    | \$ 103.81 |
| Sale | 03/15/13 | 1,300  | \$ 103.93 |
| Sale | 03/15/13 | 1,000  | \$ 103.53 |

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|      |          |        |           |
|------|----------|--------|-----------|
| Sale | 03/15/13 | 2,900  | \$ 103.43 |
| Sale | 03/15/13 | 200    | \$ 103.82 |
| Sale | 03/15/13 | 1,800  | \$ 103.53 |
| Sale | 03/15/13 | 900    | \$ 103.93 |
| Sale | 03/15/13 | 66,000 | \$ 103.43 |
| Sale | 03/15/13 | 3,147  | \$ 103.81 |
| Sale | 03/15/13 | 15,000 | \$ 103.53 |
| Sale | 03/15/13 | 20,118 | \$ 103.93 |
| Sale | 03/15/13 | 4,000  | \$ 103.53 |
| Sale | 03/15/13 | 3,400  | \$ 103.43 |
| Sale | 03/15/13 | 1,300  | \$ 103.43 |
| Sale | 03/15/13 | 300    | \$ 103.81 |
| Sale | 03/15/13 | 1,500  | \$ 103.93 |
| Sale | 03/15/13 | 17,000 | \$ 103.43 |
| Sale | 03/15/13 | 1,000  | \$ 103.81 |
| Sale | 03/15/13 | 5,300  | \$ 103.93 |
| Sale | 03/15/13 | 2,000  | \$ 103.53 |
| Sale | 03/15/13 | 400    | \$ 103.54 |
| Sale | 03/15/13 | 600    | \$ 103.53 |
| Sale | 03/15/13 | 7,000  | \$ 103.43 |
| Sale | 03/15/13 | 400    | \$ 103.82 |
| Sale | 03/15/13 | 2,100  | \$ 103.93 |
| Sale | 03/15/13 | 10,500 | \$ 103.43 |
| Sale | 03/15/13 | 2,000  | \$ 103.81 |
| Sale | 03/15/13 | 2,000  | \$ 103.93 |
| Sale | 03/15/13 | 7,300  | \$ 103.43 |
| Sale | 03/15/13 | 400    | \$ 103.82 |
| Sale | 03/15/13 | 2,300  | \$ 103.93 |

Sales by Southeastern clients in the ordinary course of business on the

New York Stock Exchange or through Electronic Communication

Networks (ECNs). In addition to the above transactions, on January

28, 2013 and March 6, 2013, clients of Southeastern terminating their

advisory relationship removed 5,700 and 7,900 shares from

Southeastern's discretion.

\* Net of commissions