

PROGRESS SOFTWARE CORP /MA

Form 4

April 08, 2002

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

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person

Alsop, Joseph Wright
14 Oak Park
Bedford, MA 01730
USA

2. Issuer Name and Ticker or Trading Symbol

Progress Software Corporation
PRGS

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year

March 31, 2002

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

(X) Director () 10% Owner (X) Officer (give title below) () Other
(specify below)

CEO and Director

7. Individual or Joint/Group Filing (Check Applicable Line)

(X) Form filed by One Reporting Person
() Form filed by More than One Reporting Person

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

1. Title of Security	2. Transaction Date	3. Transaction Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Month
Common Stock	03/20/02	S	15,000 D	\$17.3053
Common Stock	03/20/02	S	5,000 D	\$17.2500
Common Stock	03/21/02	S	10,000 D	\$17.7000
Common Stock	03/21/02	S	10,000 D	\$17.9500 691,211

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price	3. Transaction Date	4. Transaction Code	5. Number of Derivative Securities Acquired	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Percentage of Total Ownership
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cise			red(A) or Dis	Date(Month/		Seco
Price of		posed of(D)	Day/Year)		rit	
Deriva-			Date Expir			
tive			A/ Exer- ation	Title and Number		
Secu-			D cisa- Date	of Shares		
rity	Date Code V	Amount	ble			

Explanation of Responses:
SIGNATURE OF REPORTING PERSON
/s/ Joseph W. Alsop
DATE
April 8, 2002