

PROGRESS SOFTWARE CORP /MA

Form 4

January 09, 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

Reidy, Richard D.

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

12/31/01

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

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

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

(specify below)

Vice President, Product Development

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. Code	4. Securities Acquired (A) or Disposed of (D)	5. Amount of Securities Beneficially Owned at End of Month
			A/ D	Price

Common Stock

4,633 (1)

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

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Put or Call
				A/ D	Exercisable Date/Expiration Date	Title and Number of Shares	

Non-Qualified Stock Options \$12.8125 4/3/01 A V 50,000 A 4/3/01 4/2/11 Common Stock 50,000

Edgar Filing: PROGRESS SOFTWARE CORP /MA - Form 4

Non-Qualified Stock Op	\$13.0840	10/10/01	A	V	50,000	A	10/10/01	10/9/01	Common Stock	50,000	
tions											

Explanation of Responses:

(1) Includes purchases pursuant to the Employee Stock Purchase Plan on 4/2/01 of 1,231 shares, on 7/2/01 of 496 shares, and on 10/1/01 of 107 shares.

(2) The option vests on the date of grant with respect to two-sixtieths of the total grant amount, thereafter in equal monthly increments over a 58 month period commencing May 1, 2001.

(3) On December 31, 2001, options to purchase 8,333 shares were vested.

(4) The options vest on the date of grant with respect to eight-sixtieths of the total amount, thereafter in equal monthly increments over a 52 month period commencing November 1, 2001.

SIGNATURE OF REPORTING PERSON

Richard D. Reidy

DATE

January 7, 2002