## Edgar Filing: PROGRESS SOFTWARE CORP /MA - Form 4

### PROGRESS SOFTWARE CORP /MA

#### Form 4

### January 02, 2003

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

 Issuer Name and Ticker or Trading Symbol Progress Software Corporation PRGS

- 3. IRS or Social Security Number of Reporting Person (Voluntary)
- Statement for Month/Day/Year December 31, 2002
- 5. If Amendment, Date of Original (Month/Day/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-Deri	ivative	Securit	cies <i>P</i>	Acquire	d, Disposed	of, or E	Beneficiall:	y Owned	
1. Title of Security	Trans-  action 		Trar  acti	ns   on Lon	ecurities Ac r Disposed o Amount	-		5.Amount of   Securities   Beneficially   Owned Following   Reported Trans(	,
Common Stock	12/6/0  2		G 	V 828 		D   		1,084,244	
Common Stock	12/6/0	   	G 	V 828 	(1)	D   		12,968 (1) 	

Table II :	Derivativ	e Securi	.tites A	Acquired,	, Dispose	ed of, c	or Beneficially	Owned	
1.Title of	2.Con-	3.	3A.	4.	5.Number	of De	6.Date Exer 7	.Title and Amount	8.P
Derivative	version	Trans-	Deemed	d Trans-	rivativ	re Secu	cisable and	of Underlying	lof
Security	or Exer	action	1	action	rities	Acqui	Expiration	Securities	vat
	cise	1	Execu-	-	red(A)	or Dis	Date(Month/		Sec
	Price of	41	ution	1	posed c	of(D)	Day/Year)		rit
	Deriva-	1	1	1			Date  Expir		1
	tive	1	1	1		A/	/ Exer- ation	Title and Number	1
	Secu-	(Month/	(  (Month	1   I		D	cisa- Date	of Shares	1
	rity	Day/	/Day/	Code V	Amount	;	ble		1

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Year	)  Year)	1 1	I	1 1 1	
Nonqualified  \$13.2400 8/2/0 stock options			A	8/2/0 8/1/1 Common Stock 229,000   2(2) 2	I
Incentive sto \$13.2400 8/2/0ck options			A 	8/2/0 8/1/1 Common Stock 21,000    2 (2) 2	

Explanation of Responses:

- (1) Mr. Alsop disclaims beneficial ownership of such shares.
- (2) Six-sixtieths of the options vest on the date of grant, thereafter the options vest in equal monthly increments over a 54 month period commencing on 9/1/02.
- (3) On 12/1/02, options to purchase 38,167 shares were vested.
- (4) On 12/1/02, options to purchase 3,500 shares were vested.

SIGNATURE OF REPORTING PERSON

Joseph Wright Alsop

/s/ Joseph W. Alsop

DATE

December , 2002