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PROGRESS SOFTWARE CORP /MA Form 4

December 28	3, 2007										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									OMB APPROVAL		
									OMB Number:	3235-0287	
Check thi		vv as	washington, D.C. 20549					Expires:	January 31,		
if no long subject to	F CHANGES IN BENEFICIAL OW					NERSHIP OF	Estimated a	2005			
Section 1		SECURITIES					burden hou				
Form 4 or Form 5	0 1	(.) . f 41.	C	F -	1	· · · · · · · · · · · · · · · · · · ·	response	0.5			
obligation may cont <i>See</i> Instru 1(b).	ns Section 17	7(a) of the		ility Hold	ling Com	pany	Act of	e Act of 1934, E 1935 or Section 40	n		
(Print or Type F	Responses)										
1. Name and A BENTON D	Symbol	Name and				5. Relationship of Reporting Person(s) to Issuer					
		PROGRESS SOFTWARE CORP /MA [PRGS]					(Check all applicable)				
				 Date of Earliest Transaction Month/Day/Year) 				Director 10% Owner X_ Officer (give title Other (specify			
				12/26/2007				below) below) VP and Corporate Controller			
DEDEGDE	(Street)			ndment, Dat th/Day/Year)	-			6. Individual or Jo Applicable Line) _X_ Form filed by O Form filed by M	-	rson	
BEDFORD,	, MA 01730							Person		porting	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securi	ties Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)			3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)		
Common				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	12/26/2007			М	17,173	А	\$ 13.5	33,431	D		
Common Stock	12/26/2007			S	17,173	D	\$ 33.9	16,258	D		
Common Stock	12/27/2007			М	4,569	А	\$ 13.5	20,827	D		
Common Stock	12/27/2007			S	4,569	D	\$ 33.8	16,258 <u>(1)</u>	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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 of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	orDeriv Secu Acqu or Di (D)	rities uired (A) isposed of r. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amour or Numbe of Shar
Nonqualified Stock Options	\$ 13.5	12/26/2007		М		17,173	(2)	08/01/2012	Common Stock	17,17
Nonqualified Stock Options	\$ 13.5	12/27/2007		М		4,569	(2)	08/01/2012	Common Stock	4,56

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
BENTON DAVID H							
14 OAK PARK			VP and Corporate Controller				
BEDFORD, MA 01730							
Signatures							

David H. 12/28/2007 Benton, Jr. Date **Signature of

Reporting Person

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).
- This amount includes the following shares acquired through an Employee Stock Purchase Plan: 728 shares on March 31, 2007, 183 shares (1)on June 29, 2007, and 77 shares on September 28, 2007.
- (2) The option was originally granted on August 2, 2002 and vested in 60 equal monthly increments in effect commencing March 1, 2002.

(3) The option is fully vested.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners

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