Common Stock

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### FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

wasnington, D.C. 2054s

OMB APPROVAL

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Addre Taslakov Dir (Last)		<u>P</u>	Issuer Name <b>and</b> Tick ROGRESS SO RGS ]					ationship of Reportin k all applicable) Director Officer (give title below)	10% (	Owner (specify			
(Last) (First) (Middle)  C/O PROGRESS SOFTWARE CORPORATION  14 OAK PARK DRIVE				Date of Earliest Trans 0/01/2018	action (	Month	n/Day/Year)			Chief Tal	ent Officer		
(Street) BEDFORD MA 01730  (City) (State) (Zip)			4.	If Amendment, Date o	of Origin	al File	d (Month/Day	Line)	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 - No	on-Derivativ	e Securities Acc	quired	d, Dis	sposed of	, or Be	neficially	Owned			
Da		2. Transaction Date (Month/Day/Yea	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V		Amount	Amount (A) or Price		Transaction(s) (Instr. 3 and 4)		(111301.4)		
Common Stock			10/01/2018	3	M		509	A	<b>\$0</b> <sup>(1)</sup>	44,428(2)	D		
Common Stock			10/01/2018	3	F		211(3)	D	\$35.7226	44,217	D		

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

M

F

M

M

190

79(4)

1,197

497(5)

690

287(6)

Α

D

A

D

A

D

**\$0**(1)

\$35.7226

**\$0**<sup>(1)</sup>

\$35.7226

**\$0**<sup>(1)</sup>

\$35.7226

44,407

44,328

45,525

45,028

45,718

45,431

D

D

D

D

D

D

(org., pare, care, martane, options, contentions)															
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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(1)	10/01/2018		M			509	(7)	(7)	Common Stock	509	\$0	509	D	
Restricted Stock Units	(1)	10/01/2018		M			190	(8)	(8)	Common Stock	190	\$0	762	D	
Restricted Stock Units	(1)	10/01/2018		M			1,197	(9)	(9)	Common Stock	1,197	\$0	3,591	D	
Restricted Stock Unit	(1)	10/01/2018		M			690	(10)	(10)	Common Stock	690	\$0	3,453	D	

# Explanation of Responses:

- 1. Restricted stock units convert into common stock on a one-for-one basis.
- 2. Includes the number of common shares reported in the Form 4 filed for the Reporting Person on April 1, 2018 reduced by 126 shares to correct for an administrative error.

10/01/2018

10/01/2018

10/01/2018

10/01/2018

10/01/2018

10/01/2018

- 3. Represents shares of common stock withheld by Progress Software Corporation (the "Company") to pay the tax withholding obligations of the Reporting Person upon the vesting of restricted stock units granted to the Reporting Person on January 18, 2016.
- 4. Represents shares of common stock withheld by the Company to pay the tax withholding obligations of the Reporting Person upon the vesting of performance-based restricted stock units granted to the Reporting Person on January 18, 2016.
- S. Represents shares of common stock withheld by the Company to pay the tax withholding obligations of the Reporting Person upon the vesting of restricted stock units granted to the Reporting Person on
- February 17, 2017.

  6. Represents shares of common stock withheld by the Company to pay the tax withholding obligations of the Reporting Person upon the vesting of restricted stock units granted to the Reporting Person on January 12, 2018.
- 7. On January 18, 2016, the Reporting Person was granted 3,050 restricted stock units pursuant to the Company's 2008 Stock Option and Incentive Plan. The restricted stock units vest in six equal semiannual installments beginning October 1, 2016, subject to the continued employment of the Reporting Person with the Company.

8. On January 18, 2016, the Reporting Person was granted 4,575 performance-based restricted stock units pursuant to the Company's 2008 Stock Option and Incentive Plan. One-third of the restricted stock units vest beginning April 1, 2017 and the remaining restricted stock units vest in four equal semiannual installments beginning October 1, 2017, subject to the Company meeting earnings per share criteria for the fiscal year ending November 30, 2016, and the continued employment of the Reporting Person with the Company.

9. On February 17, 2017, the Reporting Person was granted 7,180 restricted stock units pursuant to the Company's 2008 Stock Option and Incentive Plan. The restricted stock units vest in six equal semiannual installments beginning October 1, 2017, subject to the continued employment of the Reporting Person with the Company.

10. On January 12, 2018, the Reporting Person was granted 4,143 restricted stock units pursuant to the Company's 2008 Stock Option and Incentive Plan. The restricted stock units vest in six equal semiannual installments beginning October 1, 2018, subject to the continued employment of the Reporting Person with the Company

### Remarks:

Stephen H. Faberman, Attorney-in-Fact 10/03/2018

\*\* Signature of Reporting Person

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

- \* 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.

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