

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
 05/31/1999
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)
 President, Treasurer 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	A/D	Price	5. Amount of Securities Beneficially Owned at End of Month	6. Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
Common Stock	05/07/99	G	21,266	D				
Common Stock	05/07/99	G	4,432 (1)	A		4,432	I	BY WIFE (2)
Common Stock	05/07/99	M	9,000	A	\$9.4167	651,945 (3)	D	

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. Transaction Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	A/D	6. Date Exercisable and Expiration Date Date/Date	7. Title and Amount of Underlying Securities Title and Number of Shares	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned at End of Month	10. Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership
Employee Stock Option (Right to buy)	\$9.4167	05/07/99	M	9,000	D	03/01/97 (1)/03/03/07 (4)	Common Stock 9,000		17,500 (5)	D	

Explanation of Responses:

- (1) Gift by Mr. Alsop to his wife.
- (2) Mr. Alsop disclaims beneficial ownership of such shares.
- (3) The amount of securities beneficially owned by Mr. Alsop has been adjusted by two shares to correct a calculation error resulting from the Company's 3-for-2 stock split effective July 13, 1998.
- (4) Options vests in 60 equal monthly increments commencing March 1, 1997.
- (5) On May 31, 1999, options to purchase 175 shares were vested.

SIGNATURE OF REPORTING PERSON

Joseph W. Alsop

DATE

06-08-1999