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 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

June 30, 2002

1. Title of Security

- 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) CEO and Director

|3.

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| Transaction | or Disposed of (D)

|4.Securities Acquired (A)

| A/|

7. Individual or Joint/Group Filing (Check Applicable Line)

|2.

(X) Form filed by One Reporting Person

( ) Form filed by More than One Reporting Person

	Dat	e  Co	de V	Am	ount		D	Prio	ce   E	End of	Month	ect(	I)		
Common Stock	6/4/	/02 M	ı	156,00	10		A  \$	5.5000	ı			I	I		
Common Stock	6/4/								1			1	1		
Common Stock		/02 M		38,700	)		A  \$	5.1667							
Common Stock	6/4/	/02 M		14,700	)		A  \$	4.7084				1	1		
Common Stock	6/6/	/02 G	V	43,539	)		D		1,6						
Common Stock	6/6/						IA I		13,	796		I	BY WIFE	(2)	
·	version  or Exer  cise  Price of  Deriva-  tive  Secu-  rity		         	ri   re	ties Ad d(A) or sed of(	cqui Dis D) A/	Expir  Date(  Day/Y  Date  Exer-  cisa-	ation Month/ ear) lExpir	Secur Titl	rities	Number	vative  Secu  rity 	of Deriva  tive  Securities  Benefi  ficially  Owned at  End of  Month	ject	i I I
Vonqualified Stock Opt	or Exer  cise  Price of  Deriva-  tive  Secu-  rity  \$5.5000	  Date  6/4/0	          Code	ri   re   pc         	ties Add or	cqui Dis D) A/ D	Expir  Date(  Day/Y  Date  Exer-  cisa-  ble	ation Month/ ear)  Expir  ation  Date 	Secur Titl of S	Le and Shares	Number	vative  Secu  rity       	tive  Securities  Benefi  ficially  Owned at  End of	ect (D) or Ind ire	Beneficial  Ownership           
Jonqualified Stock Opt Lon 	or Exer  cise  Price of  Deriva-  tive  Secu-  rity  \$5.5000 	Date 6/4/0 2 	        Code  M 	ri   re   po                 156	ties Ac d(A) or sed of( mount 5,000	equi Dis D) A/ D)	Expir  Date(  Day/Y Date  Exer-  cisa-  ble  2/1/9  3 (3)	ation Month/ (ear)  Expir  ation  Date    4/15/  03	Titl of S	Le and Shares Stock	Number   156,000	vative  Secu  rity         	tive  Securities  Benefi  ficially  Owned at  End of  Month	ect  (D)  or  Ind  ire  ct  (I)	Beneficial  Ownership             
Jonqualified Stock Opt on Jonqualified Stock Opt on Incentive Stock Option	or Exer  cise  Price of  Deriva-  tive  Secu-  rity  \$5.5000 	Date 6/4/0 2 6/4/0 2	        Code    M      M	ri   re   po   	ties Acd(A) or sed of (	Qui   Dis   D)   A/   D	Expir  Date(  Day/Y Date  Exer-  cisa-  ble  2/1/9  3 (3)    2/1/9  2 (5)	ation Month/ ear)  Expir  ation  Date    4/15/  03     4/15/  03	Secur Tit] of § Common	Le and Shares Stock Stock	Number    156,000	vative  Secu  rity             	tive  Securities  Benefi  Ficially  Owned at  End of  Month  0 (4) 	ect  (D)  or  Ind  ire  ct  (I)	Beneficial  Ownership             
Nonqualified Stock Option Nonqualified Stock Option Incentive Stock Option	or Exer  cise  Price of  Deriva-  tive  Secu-  rity  \$5.5000    \$5.5000	Date 6/4/0 2 6/4/0 2 6/4/0 2	        Code  M   	ri	mount  ,,000  ,,000  ,,000	equi Dis D) A/ D D	Expir  Date(  Day/Y   Date    Exer-  cisa-  ble    2/1/9  3 (3)    3/1/9  6 (6)	mation Month/ ear)  Expir  Expir  ation  Date    4/15/  03 	Tit] of S Common	Le and Shares Stock Stock	Number   156,000	vative  Secu  rity               	tive  Securities  Benefi  ficially  Owned at  End of  Month  0 (4) 	ect   (D)  or  Ind  ire  ct  (I)  D 	Beneficial  Ownership                   

|5.Amount of

Securities

Owned at

Beneficially

|6.Dir |7.Nature of Indirect

Beneficial Ownership

ect

|(D)or

|Indir |

## Explanation of Responses:

(1) Gift by Mr. Alsop to his wife.

(2) Mr. Alsop disclaims beneficial ownership of such shares.

(3) The option vests in equal monthly increments over a 48 month period commencing February 1, 1993.

(4) All options were fully vested and exercised as of June 30, 2002.

(5) The option vests in equal monthly increments over a 48 month period commencing February 1, 1992.

(6) The option vests in equal monthly increments over a 60 month period commencing March 1, 1996, or sooner if accelerated vesting earnings per share goals are achieved.

(7) The option vests in equal monthly increments over a 60 month period commencing March 1, 1997

SIGNATURE OF REPORTING PERSON /s/ Joseph W. Alsop

DATE