FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
-------------	------	-------

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
OMB Number:	3235-0287							
Estimated average I	burden							
hours per response:	0.5							

					or Sect	ion 30(h) of the	e Ín	vestmer	t Con	npany Act	of 19	940							
1. Name and Address of Reporting Person* FABERMAN STEPHEN H				2. Issuer Name and Ticker or Trading Symbol PROGRESS SOFTWARE CORP /MA [PRGS]								(Ch	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify						
(Last) (First) (Middle) C/O PROGRESS SOFTWARE CORPORATION 14 OAK PARK DRIVE				3. Date of Earliest Transaction (Month/Day/Year) 01/20/2022									below	below) below) Chief Legal Officer					
(Street) BEDFORD MA 01730				4. If Am	4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City) (State) (Zip) Table I - Non-Deriva						ecurities Ac		uired.	Disr	nosed o	of. o	or Ben	eficial	ly Owne	d d				
1. Title of Security (Instr. 3) 2. Transa Date (Month/D				ction 2A. Deemed Execution Date,			3. Transa Code (8)	ction	4. Secur Dispose	ities	Acquired	(A) or	5. Amor Securiti Benefic Owned	5. Amount of Securities Beneficially		: Direct	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
									v	Amount		(A) or (D)	Price			Transac			
		T				urities Acq ls, warrants								Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Da	on Date, Transa Code (action of E			6. Date Exercisable and Expiration Date Amount of Securities Underlying			ount of curities		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial		10. Ownership Form: Direct (D)	11. Nature of Indirec Beneficia Ownershi	

Explanation of Responses:

(1)

Derivative Security

1. Each restricted stock unit represents a contingent right to receive one share of Progress Software Corporation's (the "Company's") common stock.

Code

Α

2. Represents performance-based restricted stock units granted to the Reporting Person pursuant to the Company's 2008 Stock Option and Incentive Plan. The restricted stock units vest on February 1, 2025, subject to the Company meeting total shareholder return and operating income criteria over the three-year period ending November 30, 2024, and the continued employment of the Reporting Person with the

Date Exercisable

Remarks:

Restricted

Stock

Stephen H. Faberman

Derivative Security (Instr. 3 and 4)

Expiration Date

(2)

Title

Commor

Stock

Amount Number

of Shares

5,620

\$0

01/24/2022

Owned Following

Reported Transaction(s) (Instr. 4)

5,620

or Indirect (I) (Instr. 4)

D

** Signature of Reporting Person Date

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).

01/20/2022

** 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

Acquired (A) or Disposed

of (D) (Instr. 3, 4 and 5)

(A)

5,620

(D)