
 FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities and Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f)
 of the Investment Company Act of 1940

 OMB APPROVAL

 OMB Number: 3235-0287
 Expires: September 30, 1998
 Estimated average burden
 hours per response __0.5

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

(Print or Type Responses)

 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

10/31/1999

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 [] Other (specify
 title below) 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. Date	3. Code V	4. Securities Acquired (A) or Disposed of (D)		5. Amount of Securities Beneficially Owned at End of Month	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
			Amount	(A) or (D)			
				Price			
Common Stock	10/25/99	S	4,432	D	\$33.25	0	I held by wife
Common Stock	10/26/99	S	30,000	D	\$33.25	571,945	D

 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).

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 (Mo./ Day/ Year)	4. Code (Instr. 8)	5. Number of Derivative Securities Acquired(A) or Disposed of(D) (Instr. 3, 4 and 5) (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) Date Exercisable Expiration Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) Amount or Number of Shares Title	8. Price of Derivative Security (Instr. 5)
---	--	--	--------------------------	--	---	---	---

9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
--	---	--

Explanation of Responses:

/s/ Joseph W. Alsop	11-8-1999
----- Signature of Reporting Person Joseph W. Alsop	----- Date

**Intentional misstatements or omissions of facts constitute Federal Criminal
Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 7811(a)

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

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