

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
Bergantino, Jennifer J.
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
01/31/2000
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
() Director () 10% Owner (X) Officer (give title below) () Other
(specify below)
Vice President, Marketing and Strategic Planning
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	5. Amount of Securities Beneficially Owned at End of Month Price	6. Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
Common Stock	01/14/00	M	1,455	A \$9.4167		
Common Stock	01/14/00	S	1,455	D \$50.5396		
Common Stock	01/14/00	M	749	A \$11.3333		
Common Stock	01/14/00	S	749	D \$50.5396		
Common Stock	01/14/00	M	2,850	A \$14.4167		
Common Stock	01/14/00	S	2,850	D \$50.5396		
Common Stock	01/14/00	M	2,934	A \$25.6250		
Common Stock	01/14/00	S	2,934	D \$50.5396		
Common Stock	01/14/00	M	733	A \$20.9375		
Common Stock	01/14/00	S	733	D \$50.5396		
Common Stock	01/14/00	M	1,695	A \$24.3750		
Common Stock	01/14/00	S	1,695	D \$50.5396	3,074 (1)	D

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction Date	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date Date (Month/Day/Year) Date (Month/Day/Year)	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
Nonqualified Stock Option	\$9.4167	01/14/00	M	1,440	03/1/97 (2)/03/03/07	Common Stock 1,440		24,000 (3) (1)	D	
Nonqualified Stock Option	\$11.3333	01/14/00	M	744	03/1/97 (4)/06/16/07	Common Stock 744		5,464 (3) (1)	D	
Nonqualified Stock Option	\$14.4167	01/14/00	M	2,850	03/1/98 (5)/02/03/08	Common Stock 2,850		70,300 (3) (1)	D	

Nonqualified Stock Option	\$25.6250	01/14/00	M	12,934	D	03/1/99	02/10/09	Common Stock	2,934	26,132	(3)	(1)	D
Nonqualified Stock Option	\$20.9375	01/14/00	M	733	D	03/1/99	05/17/09	Common Stock	733	16,534	(3)	(1)	D
Incentive Stock Option	\$9.4167	01/14/00	M	15	D	03/1/97	03/03/07	Common Stock	15	250	(3)	(1)	D
Incentive Stock Option	\$11.3333	01/14/00	M	5	D	03/1/97	06/16/07	Common Stock	5	17,036	(3)	(1)	D
Nonqualified Stock Option	\$24.3750	01/14/00	M	1,695	D	03/1/99	06/17/09	Common Stock	1,695	16,610	(3)	(1)	D

Explanation of Responses:

(1) On December 17, 1999, the Company declared a 2-for-1 stock split effected in the form of a stock dividend payable to holders of record of common stock on January 7, 2000. On the payment date, January 21, 2000, each holder of the common stock of the Company received one additional share of common stock of the Company for every share held. Table I reflects an adjustment to the number of shares of common stock held by the reporting person as a result of the stock split.

(2) The option vests in equal monthly increments over a 60 month period commencing March 1, 1997. (3) On 01/31/00, options to purchase 0 shares were vested. (4) The option vests in equal monthly increments over a 60 month period commencing March 1, 1997. (5) The option vests in equal monthly increments over a 60 month period commencing March 1, 1998.

(6) The option vests in equal monthly increments over a 60 month period commencing March 1, 1999. (7) The option vests in equal monthly increments over a 60 month period commencing March 1, 1997.

(8) The option vests in equal monthly increments over a 60 month period commencing March 1, 1997. (9) The option vests in equal monthly increments over a 60 month period commencing March 1, 1999.

(10) On the payment date of January 21, 2000, pursuant to the anti-dilution provisions in the Company's stock option plans, each option granted by the Company prior to January 7, 2000, was adjusted to reflect the stock split effected in the form of a stock dividend. Each of the options reported herein were previously reported. The adjustments in Table II involve the price of each option, the number of shares underlying such options, and the number of derivative securities beneficially owned at the end of month.

SIGNATURE OF REPORTING PERSON

Jennifer J. Bergantino

DATE

02/09/2000