

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

1. Name and Address of Reporting Person  
 McGregor, Scott A.  
 21421 Saratoga Hills Road  
 Saratoga, CA 95070  
 USA
2. Date of Event Requiring Statement (Month/Day/Year)  
 March 2, 1998
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Issuer Name and Ticker or Trading Symbol  
 Progress Software Corporation  
 PRGS
5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  
 Director  10% Owner  Officer (give title below)  Other  
 (specify below)  
 Director
6. If Amendment, Date of Original (Month/Day/Year)
7. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Beneficially Owned

1. Title of Security	2. Amount of Securities Beneficially Owned	3. Ownership Form: Direct(D) or Indirect(I)	4. Nature of Indirect Beneficial Ownership
Common Stock	1,000	D	

Table II -- Derivative Securities Beneficially Owned

1. Title of Derivative Security	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Underlying Securities	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct(D) or Indirect(I)	6. Nature of Indirect Beneficial Ownership
Non-Qualified Stock Options	04/01/98 (1)   02/03/08	Common Stock	20,000   \$21.625	D	

Explanation of Responses:  
 (1) Options vest monthly in equal increments beginning 04/01/98 over a 72 month period.

SIGNATURE OF REPORTING PERSON  
 Scott A. McGregor  
 DATE  
 March 10, 1998