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
Rasiel, Amram
14 Oak Park
Bedford, MA 01730
USA
2. Issuer Name and Ticker or Trading Symbol
Progress Software Corporation
PRGS
<ol><li>IRS or Social Security Number of Reporting Person (Voluntary)</li></ol>
4 Statement for North /Veer
4. Statement for Month/Year 12/1998
5. If Amendment, Date of Original (Month/Year)
5. IT Amenument, Date of Original (Month/Tear)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable
(X) Director () 10% Owner () Officer (give title below) () Other
(x) bilector () ion owner () orriter (give title below) () other (specify below)
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.  3.  4.Securities Ad   Transaction   or Disposed d               Date  Code V  Amount		5.Amount of   Securities   Beneficially   Owned at e   End of Month	6.Dir  7.Nature of Indirect  ect   Beneficial Ownership  (D)or    Indir    ect(I)
Common Stock	12/29/ G  V 2000	D	190,000	D
	98			

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## Table II -- Derivative Securitites Acquired, Disposed of, or Beneficially Owned

1.Title of Derivative	2.Con-	3.	4.	5.Numbe	r of D	)e	6.Dat	e Exer	17.	.Title and A	Amount	8.Price	9.Number	10. 11.Nature o
Security	version	Trans	action	rivati	ve Sec	cu	cisab	le and	ij –	of Underlyi	ing	jof Deri	of Deriva	Dir Indirect
	or Exer	Í	1	rities	Acqui	<u> </u>	Expir	ation	İ	Securities		vative	tive	ect Beneficial
	cise			red(A)	or Di	S	Date(	Month/	1			Secu	Securities	(D) Ownership
	Price of			posed	of(D)		Day/Y	ear)				rity	Benefi	or
	Deriva-						Date	Expir	1				ficially	Ind
	tive					A/	Exer-	ation	۱	Title and	Number		Owned at	ire
	Secu-					D	cisa-	Date		of Shares			End of	ct
	rity	Date	Code V	Amoun	t		ble	1					Month	(I)
	1	1	I I	l	1			1	1	I		I	1	

Explanation of Responses: SIGNATURE OF REPORTING PERSON Amram Rasiel DATE 12/31/1998