

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).

- Name and Address of Reporting Person
 Reidy, Richard D.
 14 Oak Park
 Bedford, MA 01730
 USA
- Issuer Name and Ticker or Trading Symbol
 Progress Software Corporation
 PRGS
- IRS or Social Security Number of Reporting Person (Voluntary)
- Statement for Month/Year
 07/31/1999
- If Amendment, Date of Original (Month/Year)
- Relationship of Reporting Person(s) to Issuer (Check all applicable)
 () Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)
 Vice President, Product Development
- 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. Code	4. Securities Acquired (A) or Disposed of (D) Amount	A/D	Price	5. Amount of Securities Beneficially Owned at End of Month	6. Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
Common Stock	07/27/99	M	9,774	A	\$9.0000			
Common Stock	07/27/99	M	9,774	D	\$28.0000			
Common Stock	07/27/99	M	1,500	A	\$9.4167			
Common Stock	07/27/99	M	1,500	D	\$28.0000	331	D	

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

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	A/D	6. Date Exercisable and Expiration Date Date/Date	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
Incentive Stock Option	\$9.0000	07/27/99	M	1,375	D	3/01/96 (1)	08/21/06		0		
Incentive Stock Option	\$9.0000	07/27/99	M	8,399	D	3/01/96 (2)	08/21/06		0		
Nonqualified Stock Option	\$9.4167	07/27/99	M	375	D	3/01/97 (3)	03/03/07		2,906 (4)	D	
Incentive Stock Option	\$9.4167	07/27/99	M	1,125	D	3/01/97 (5)	03/03/07		8,719 (6)	D	
Nonqualified Stock Option	\$20.9375	05/17/99	A	11,000	A	02/01/06 (7)	05/17/09		11,000 (8)	D	
Nonqualified Stock Option	\$20.9375	05/17/99	A	15,000	A	02/01/06 (9)	05/17/09		15,000 (10)	D	

Explanation of Responses:
 (1) The options vest in equal monthly increments over a 60 month period commencing March 1, 1996.
 (2) The options vest in equal monthly increments over a 60 month period commencing August 1, 1996.
 (3) The options vest in equal monthly increments over a 60 month period

commencing March 1, 1997 (4) On 8/1/99, options to purchase 94 shares were vested.
vested. (5) The options vest in equal monthly increments over a 60 month period commencing March 1, 1997. (6) On 8/1/99, options to purchase 282 shares were vested. (7) The option vests in full on February 1, 2006. Accelerated vesting of the option may occur if the Company's Apptivity Product Unit achieves certain revenue goals.
(8) On 8/1/99, no options were vested. (9) The option vests in full on February 1, 2006. Accelerated vesting of the option may occur if the Company's ISQ Product Unit achieves certain revenue goals.
(10) On 8/1/99, no options were vested.

SIGNATURE OF REPORTING PERSON

Richard D. Reidy

DATE

08-10-1999