

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

- () Form 3 Holdings Reported
 () Form 4 Transactions Reported

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

11/30/1998

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 title below) () Other
 (specify below)

President, Treasurer and Director

7. Individual or Joint/Group Reporting (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	5. Amount of Securities Beneficially Owned at End of Year A/D Price	6. Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
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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. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration 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 Year	10. Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership
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Nonqualified Stock Option	\$18.00	09/01/98	A	125,000	A 03/01/98 (1)	09/01/98 (1)	Common Stock	125,000	125,000 (2)	D
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Explanation of Responses:

(1) Options vest in equal monthly increments over a 60 month period commencing March 1, 1998.

(2) On 11/30/98, options to purchase 18,750 shares were vested.

SIGNATURE OF REPORTING PERSON

Joseph W. Alsop

DATE

01/04/1999