

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  
 Benton, David H., Jr.  
 29 Medway Branch  
 Norfolk, MA 02056  
 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  
 August 1998
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)  
 Principal Accounting Officer
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. Code	4. Securities Acquired (A) or Disposed of (D)			5. Amount of Securities Beneficially Owned at End of Month	6. Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
			Amount	A/D	Price			
Common Stock	08/19/98	M	1,000	A	\$9.00			
Common Stock	08/19/98	S	1,000	D	\$23.75	293 (1)		

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)	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	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	\$9.00	8/19/98	M	1,000	03/01/96 - 04/01/06	Common Stock 1,000		3,050 (3)	D	
Incentive Stock Option	\$11.33 (4)	7/13/98	J	650 (4)	05/01/95 - 06/20/04	Common Stock 650 (4)		1,950 (4)	D	
Incentive Stock Option	\$14.41 (4)	7/13/98	J	880 (4)	03/01/95 - 01/10/05	Common Stock 880 (4)		2,640 (4)	D	
Incentive Stock Option	\$14.41 (4)	7/13/98	J	440 (4)	03/01/95 - 05/11/05	Common Stock 440 (4)		1,320 (4)	D	
Incentive Stock Option	\$9.00 (4)	7/13/98	J	1,850 (4)	03/01/96 - 04/01/06	Common Stock 1,850 (4)		3,050 (4)	D	
Incentive Stock Option	\$9.00 (4)	7/13/98	J	1,250 (4)	03/01/96 - 08/20/06	Common Stock 1,250 (4)		3,750 (4)	D	
Incentive Stock Option	\$11.58 (4)	7/13/98	J	1,150 (4)	01/01/97 - 12/02/06	Common Stock 1,150 (4)		3,450 (4)	D	
Incentive Stock Option	\$9.41 (4)	7/13/98	J	2,000 (4)	04/01/98 - 03/02/07	Common Stock 2,000 (4)		6,000 (4)	D	
Incentive Stock Option	\$14.41 (4)	7/13/98	J	2,500 (4)	03/01/98 - 02/02/08	Common Stock 2,500 (4)		7,500 (4)	D	

Explanation of Responses:  
 (1) On June 17, 1998, the Company declared a 3-for-2 stock split effected in the form of a stock dividend payable to holders of record of common stock on June 29, 1998. On the payment date, July 13, 1998, each holder of common stock of the Company received one additional share of common stock of the

Company for every two shares 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)

Options vest in equal monthly increments over a 60 month period commencing March 1, 1996. (3) On 9/1/98, options to purchase 368 shares were vested.

(4) On the payment date of July 13, 1998, pursuant to the anti-dilution provisions in the Company's stock option plans, each option granted by the Company prior to June 29, 1998, was adjusted to reflect the stock split effected in the form of 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 August.

SIGNATURE OF REPORTING PERSON

David H. Benton, Jr.