

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.  
 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  
 09-30-1999
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			
Common Stock	09/20/1999	M	2,000	A	\$9.00		
Common Stock	09/20/1999	S	2,000	D	\$34.00	958	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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	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	\$9.0000	09/20/1999	M	1,000	D 03/01/96 08/21/06	Common Stock	1,000	0		
Incentive Stock Option	\$9.0000	09/20/1999	M	1,000	D 03/01/96 04/02/06	Common Stock	1,000	500 (3)	D	
Incentive Stock Option	\$25.6250	02/10/1999	A	4,800	A 03/01/99 02/10/09	Common Stock	4,800	4,800 (5)	D	
Incentive Stock Option	\$20.9375	05/17/1999	A	1,200	A 03/01/99 05/17/09	Common Stock	1,200	1,200 (7)	D	

Explanation of Responses:  
 (1) The options vest in equal monthly increments over a 60 month period commencing March 1, 1996, or sooner if accelerated vesting earnings per share goals are achieved.  
 (2) The options vest in equal monthly increments over a 60 month period commencing March 1, 1996, or sooner if accelerated vesting earnings per share goals are achieved.  
 (3) On 09/30/1999, options to purchase 500 shares were vested.  
 (4) The options vest in equal monthly increments over a 60 month period commencing March 1, 1999.  
 (5) On 09/30/1999, options to purchase 561 shares were vested.  
 (6) The options vest in equal monthly increments over a 60 month period commencing March 1, 1999.  
 (7) On 09/30/1999, options to purchase 140 shares were vested.

SIGNATURE OF REPORTING PERSON  
David H. Benton, Jr.  
DATE  
10/05/1999