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 Harris, Larry R. 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 12/31/01 5. If Amendment, Date of Original (Month/Year) Relationship of Reporting Person(s) to Issuer (Check all applicable) (X) Director () 10% Owner () Officer (give title below) () Other (specify below)

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

2. 3. 4.	Securities Acquired (A	)	5.Amount of	6.Dir  7.Nature of Indirect				
Transaction	or Disposed of (D)		Securities	ect   Beneficial Ownership				
			Beneficially	(D)or				
	A/		Owned at	Indir				
Date  Code V	Amount   D	Price	End of Month	ect(I)				
	Transaction         	Transaction   or Disposed of (D)                   A/	Transaction   or Disposed of (D)       	Transaction or Disposed of (D)   Securities           Beneficially           A/				

L.Title of Derivative	2.Con-	3.	4.	5.N	lumber of	• De	6.Da	te Exer	7.Titl	e and	Amount	8.Price	9.Number	10.	11.Nature of
	version	Trans	action	ri	vative S	Secu	cisa	ble and	j of U	nderly	ing		of Deriva	Dir	Indirect
	or Exer	i	1	ri	ties Acc	ui	Expi	ration	Secu	rities	Ū.	vative	tive	ect	Beneficial
	cise	İ	Í	re	d(A) or	Dis	Date	(Month/	Ì			Secu	Securities	(D)	Ownership
	Price of	1	1	po	sed of(D	))	Day/	Year)	1			rity	Benefi	or	
	Deriva-		1	1			Date	Expir				1	ficially	Ind	
	tive		1	1		A/	Exer	- ation	Tit	le and	Number		Owned at	ire	
	Secu-			1		D	cisa	- Date	of	Shares			End of	ct	
	rity	Date	Code	V  A	mount		ble						Month	(I)	
longualified Stock Opt	\$12.8125	4/3/0	A	V 5,0	00	A	4/3/	0 4/2/1	Common	Stock	5,000	1	5,000	D	
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longualified Stock Opt	\$13.0840	10/10	IA I	V 5,0	00	A	10/1	0 10/9/	Common	Stock	5,000	I	5,000	D	
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Explanation of Responses:

(1) The option is fully vested and exercisable as of the date of grant, April 3, 2001.

(2) The option is fully vested and exercisable as of the date of grant, October 10, 2001.

SIGNATURE OF REPORTING PERSON

/s/ Larry R. Harris

DATE

January 7, 2002

Director