

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

<b>OMB APPROVAL</b>	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

<p>1. Name and Address of Reporting Person*</p> <p><u>HEINEN ROGER J JR</u></p> <p>(Last) (First) (Middle)</p> <p><u>14 OAK PARK</u></p> <p>(Street)</p> <p><u>BEDFORD MA 01730</u></p> <p>(City) (State) (Zip)</p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p><u>PROGRESS SOFTWARE CORP /MA [ PRGS ]</u></p> <p>3. Date of Earliest Transaction (Month/Day/Year)</p> <p><u>10/11/2005</u></p> <p>4. If Amendment, Date of Original Filed (Month/Day/Year)</p>	<p>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p><input checked="" type="checkbox"/> Director 10% Owner</p> <p>Officer (give title below) Other (specify below)</p> <p>6. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p>Form filed by More than One Reporting Person</p>
---	---	---

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	10/11/2005		M		5,000	A	\$12.8125	5,000	D	
Common Stock	10/11/2005		S		5,000	D	\$30.488	0	D	
Common Stock	10/11/2005		M		5,000	A	\$13.084	5,000	D	
Common Stock	10/11/2005		S		5,000	D	\$30.488	0	D	
Common Stock	10/11/2005		M		9,000	A	\$13.24	9,000	D	
Common Stock	10/11/2005		S		9,000	D	\$30.488	0	D	
Common Stock	10/12/2005		M		7,000	A	\$13.24	7,000	D	
Common Stock	10/12/2005		S		7,000	D	\$30.2457	0	D	
Common Stock	10/12/2005		M		8,000	A	\$15.07	8,000	D	
Common Stock	10/12/2005		S		8,000	D	\$30.2457	0	D	
Common Stock	10/12/2005		M		4,000	A	\$18.15	4,000	D	
Common Stock	10/12/2005		S		4,000	D	\$30.2457	0	D	
Common Stock	10/13/2005		M		7,500	A	\$18.15	7,500	D	
Common Stock	10/13/2005		S		7,500	D	\$29.911	0	D	
Common Stock	10/13/2005		M		11,500	A	\$19.25	11,500	D	
Common Stock	10/13/2005		S		11,500	D	\$29.911	0	D	
Common Stock	10/13/2005		M		9,000	A	\$21.86	9,000	D	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Nonqualified Stock Options	\$12.8125	10/11/2005		M			5,000	04/03/2001 <sup>(1)</sup>	04/02/2011	Common Stock	5,000	\$12.8125	0	D	
Nonqualified Stock Options	\$13.084	10/11/2005		M			5,000	10/10/2001 <sup>(1)</sup>	10/09/2011	Common Stock	5,000	\$13.084	0	D	
Nonqualified Stock Options	\$13.24	10/11/2005		M			9,000	08/02/2002 <sup>(1)</sup>	08/01/2012	Common Stock	9,000	\$13.24	7,000	D	
Nonqualified Stock Options	\$13.24	10/12/2005		M			7,000	08/02/2002 <sup>(1)</sup>	08/01/2012	Common Stock	7,000	\$13.24	0	D	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Nonqualified Stock Options	\$15.07	10/12/2005		M			8,000	02/24/2003 <sup>(1)</sup>	02/23/2013	Common Stock	8,000	\$15.07	0	D	
Nonqualified Stock Options	\$18.15	10/12/2005		M			4,000	05/24/2004 <sup>(1)</sup>	05/23/2014	Common Stock	4,000	\$18.15	7,500	D	
Nonqualified Stock Options	\$18.15	10/13/2005		M			7,500	05/24/2004 <sup>(1)</sup>	05/23/2014	Common Stock	7,500	\$18.15	0	D	
Nonqualified Stock Options	\$19.25	10/13/2005		M			11,500	09/27/2004 <sup>(1)</sup>	09/26/2014	Common Stock	11,500	\$19.25	0	D	
Nonqualified Stock Options	\$21.86	10/13/2005		M		9,000		11/11/2003 <sup>(1)</sup>	11/10/2013	Common Stock	9,000	\$21.86	0	D	

**Explanation of Responses:**

1. The options were fully vested and exercisable as of the date of grant.

**Remarks:**

Roger J. Heinen

10/13/2005

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**