

PROGRESS SOFTWARE CORP /MA  
 Form 4  
 April 03, 2015

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Benson David A

(Last) (First) (Middle)

C/O PROGRESS SOFTWARE CORPORATION, 14 OAK PARK DRIVE

(Street)

BEDFORD, MA 01730

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 PROGRESS SOFTWARE CORP /MA [PRGS]

3. Date of Earliest Transaction (Month/Day/Year)  
 04/01/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 EVP and CIO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 (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 Ownership (Instr. 4)	
				Code	V	Amount				(A) or (D)
Common Stock	04/01/2015		M			1,626	A	Ⓛ	39,731 <sup>(2)</sup>	D
Common Stock	04/01/2015		F			592 <sup>(3)</sup>	D	\$ 26.78	39,139	D
Common Stock	04/01/2015		M			1,500	A	Ⓛ	40,639	D
Common Stock	04/01/2015		F			475 <sup>(4)</sup>	D	\$ 26.78	40,164	D
	04/01/2015		M			1,094	A	Ⓛ	41,258	D

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Common Stock								
Common Stock	04/01/2015	F	346 <sup>(5)</sup>	D	\$ 26.78	40,912	D	
Common Stock	04/01/2015	M	524	A	<u>(1)</u>	41,436	D	
Common Stock	04/01/2015	F	170 <sup>(6)</sup>	D	\$ 26.78	41,266	D	
Common Stock	04/01/2015	M	1,180	A	<u>(1)</u>	42,446	D	
Common Stock	04/01/2015	F	384 <sup>(7)</sup>	D	\$ 26.78	42,062	D	

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

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**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 Underlying Securities (Instr. 3 and 4)	8. Price or Value of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	<u>(1)</u>	04/01/2015		M	1,626	<u>(8)</u> <u>(8)</u>	Common Stock	1,626
Restricted Stock Units	<u>(1)</u>	04/01/2015		M	1,500	<u>(9)</u> <u>(9)</u>	Common Stock	1,500
Restricted Stock Units	<u>(1)</u>	04/01/2015		M	1,094	<u>(10)</u> <u>(10)</u>	Common Stock	1,094
Restricted Stock Units	<u>(1)</u>	04/01/2015		M	524	<u>(11)</u> <u>(11)</u>	Common Stock	524



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