

PROGRESSIVE CORP/OH/

Form 8-K

January 20, 2005

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

**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported) January 20, 2005

**THE PROGRESSIVE CORPORATION**

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(Exact name of registrant as specified in its charter)

Ohio

1-9518

34-0963169

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(State or other  
jurisdiction of  
incorporation)

(Commission File  
Number)

(IRS Employer  
Identification  
No.)

6300 Wilson Mills Road, Mayfield  
Village, Ohio 44143

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(Address of principal executive  
offices) (Zip Code)

Registrant's telephone number, including area code 440-461-5000

Not Applicable

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(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communication pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 2.02 Results of Operations and Financial Condition.

On January 20, 2005, The Progressive Corporation and Subsidiaries (the Company ) issued a News Release containing financial results of the Company for the month, quarter and year-to-date periods ended December 2004 (the News Release ). A copy of the News Release is attached hereto as Exhibit 99.

Item 9.01 Financial Statements and Exhibits

(c) Exhibits

See exhibit index on page 4.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Dated: January 20, 2005

THE PROGRESSIVE CORPORATION

By : /s/ Jeffrey W. Basch

Name: Jeffrey W. Basch

Title: Vice President and  
Chief Accounting Officer

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**EXHIBIT INDEX**

Exhibit No. Under Reg. S-K Item 601	Form 8-K Exhibit No.	Description
99	99	News Release dated January 20, 2005, containing financial results of The Progressive Corporation and Subsidiaries for the month, quarter and year-to-date periods ended December 2004