

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.
 29 Medway Branch
 Norfolk, MA 02056
 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
 September 1998
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	Price			
Common Stock	09/18/98	M	3,000	A	\$9.00			
Common Stock	09/18/98	S	3,000	D	\$25.00	375	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	\$9.00	09/18/98	M	1,000	D 03/01/96 04/01/06	Common Stock 1,000		2,050 (2)	D	
Incentive Stock Option	\$9.00	09/18/98	M	2,000	D 03/01/96 08/20/06	Common Stock 2,000		1,750 (4)	D	

Explanation of Responses:

- (1) The option vests in equal monthly increments over a 60 month period commencing March 1, 1996. The option was granted subject to accelerated vesting if the Company satisfies certain performance criteria. The Company satisfied the criteria during the third quarter of its 1998 fiscal year, resulting in the vesting of the option as to 1,110 shares.
- (2) On 10/01/98, options to purchase 570 shares were vested.
- (3) The option vests in equal monthly increments over a 60 month period commencing March 1, 1996. The option was granted subject to accelerated vesting if the Company satisfies certain performance criteria. The Company satisfied the criteria during the third quarter of its 1998 fiscal year, resulting in the vesting of the option as to 750 shares.
- (4) On 10/01/98, options to purchase 750 shares were vested.

SIGNATURE OF REPORTING PERSON

David H. Benton, Jr.

DATE

October 7, 1998