

Edgar Filing: RAY HUGH JEFFERSON - Form 4

RAY HUGH JEFFERSON

Form 4

January 02, 2003

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

Ray III, Hugh Jefferson

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/Day/Year

August 31, 2002

5. If Amendment, Date of Original (Month/Day/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

() Director () 10% Owner (X) Officer (give title below) () Other
(specify below)

Vice President, Worldwide Field Operations

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. Trans- action Date | 2A. Exec- ution Date | 3. Trans- action Code | 4. Securities Acquired (A) or Disposed of (D) Amount | A/ D | Price | 5. Amount of Securities Beneficially Owned Following Reported Trans(s) |
|----------------------|-----------------------------|----------------------------|-----------------------------|--|---------|-------|--|
|----------------------|-----------------------------|----------------------------|-----------------------------|--|---------|-------|--|

| | | | | | | | |
|--------------|--|--|--|--|--|--|---------|
| Common Stock | | | | | | | 909 (1) |
|--------------|--|--|--|--|--|--|---------|

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Derivative Security | 2. Con- version or Exer- cise Price of Deriva- tive Secu- rity | 3. Trans- action Date (Month/ Day/ Year) | 3A. Deemed Execu- tion (Month/ Day/ Year) | 4. Trans- action Code | 5. Number of De rivative Secu rities Acqui red(A) or Dis posed of (D) Amount | 6. Date Exer- cisable and Expiration Date (Month/ Day/ Year) A/ D | 7. Title and Amount of Underlying Securities Title and Number of Shares | 8. P of vat Sec rit |
|---------------------------------------|--|---|--|-----------------------------|---|---|---|---------------------------------|
|---------------------------------------|--|---|--|-----------------------------|---|---|---|---------------------------------|

| | | | | | | | | | |
|--------------|-----------|--------|--|---|---------|---|------------|--------------|--------|
| Nonqualified | \$13.2400 | 8/2/02 | | A | V20,000 | A | 8/2/08/1/1 | Common Stock | 20,000 |
|--------------|-----------|--------|--|---|---------|---|------------|--------------|--------|

| | | | | | | | | |
|---------------|--|--|--|--|--|-----------|--|--|
| stock options | | | | | | 2 (2) 2 | | |
| <hr/> | | | | | | | | |
| | | | | | | | | |

(1) Includes purchases made pursuant to the Employee Stock Purchase Plan (ESPP) of 240 shares on July 1, 2002, and 305 shares on October 1, 2002.

(3) As of 12/1/02, options to purchase 3,333 shares were vested.

Hugh Jefferson Ray III

/s/ Hugh Jefferson Ray III

DATE _____

December , 2002