

PROGRESS SOFTWARE CORP /MA

Form 3

November 09, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF 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 *Â Van Huizen Gordon Alan
(Last) (First) (Middle)

14 OAK PARK

(Street)

BEDFORD,Â MAÂ 01730

(City) (State) (Zip)

2. Date of Event Requiring
Statement(Month/Day/Year)
10/31/20063. Issuer Name **and** Ticker or Trading Symbol

PROGRESS SOFTWARE CORP /MA [PRGS]

4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer ☐ Other
(give title below) (specify below)
VP & GM Enterprise Infra Dvsn6. 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 Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

0

D Â

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

SEC 1473 (7-02)

**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 control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)Date Exercisable Expiration
Date3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)Title Amount or
Number of4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect6. Nature of
Indirect Beneficial
Ownership
(Instr. 5)

				Shares		(I) (Instr. 5)	
Nonqualified Stock Option	06/08/2005 ⁽¹⁾	06/07/2012	Common Stock	20,000 ⁽²⁾	\$ 27.91	D	Â
Nonqualified Stock Option	11/15/2005 ⁽³⁾	11/14/2012	Common Stock	20,000 ⁽⁴⁾	\$ 30.81	D	Â
Nonqualified Stock Option	05/22/2006 ⁽⁵⁾	05/21/2013	Common Stock	20,000 ⁽⁶⁾	\$ 23.07	D	Â
Nonqualified Stock Option	09/20/2006 ⁽⁷⁾	09/19/2013	Common Stock	20,000 ⁽⁸⁾	\$ 25.01	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Van Huizen Gordon Alan 14 OAK PARK BEDFORD, MA 01730	Â	Â	Â VP & GM Enterprise Infra Dvsn	Â

Signatures

Gordon Van Huizen 11/09/2006

Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) The option was vested and exercisable on grant date with respect to 3/60ths of the option and thereafter the balance shall be exercisable in 57 equal monthly increments commencing July 1, 2005.
- (2) As of October 31, 2006, options to purchase 6,333 shares were vested.
- (3) The option was vested and exercisable on grant date with respect to 9/60ths of the option and thereafter the balance shall be exercisable in 51 equal monthly increments commencing December 1, 2005.
- (4) As of October 31, 2006, options to purchase 6,667 shares were vested.
- (5) The option was vested and exercisable on grant date with respect to 3/60ths of the option and thereafter the balance shall be exercisable in 57 equal monthly increments commencing June 1, 2006.
- (6) As of October 31, 2006, options to purchase 2,667 shares were vested.
- (7) The option was vested and exercisable on grant date with respect to 7/60ths of the option and thereafter the balance shall be exercisable in 53 equal monthly increments commencing October 1, 2006.
- (8) As of October 31, 2006, options to purchase 2,667 shares were vested.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.