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PROGRESSIVE CORP/OH/

Form 4

December 21, 2007

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005

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response... 0.5

if no longer subject to Section 16. Form 4 or Form 5

Check this box

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

1(b).

Common

(Print or Type Responses)

See Instruction

		2. Issuer Name and Ticker or Trading Symbol PROGRESSIVE CORP/OH/ [PGR]					5. Relationship of Reporting Person(s) to Issuer				
	PR			RESSIVE	CORP/C)H/ [PGRJ	(Check all applicable)			
(Last)	(First) (Middle)	3. Date of Earliest Transaction								
6300 WILSON MILLS ROAD		(Month/Day/Year) 12/20/2007					Director 10% Owner _X_ Officer (give title Other (specify below) Chief Investment / Officer				
(Street) 4			4. If Ame	ndment, Da	te Origina	ıl		6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)					Applicable Line)			
MAYFIEL						_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Tabl	e I - Non-I	Derivative	Secui	rities Acqu	ired, Disposed of	, or Beneficiall	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution		3. Transaction Code (Instr. 8)	4. Securi on(A) or Di (Instr. 3,	(A) or	d of (D)	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 Indirect Beneficial Ownership (Instr. 4)	
Common	12/20/2007			M	5,804	A	\$ 9.4152	124,993	D		
Common	12/20/2007			S	4,304	D	\$ 17.85	120,689	D		

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

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401(K)

Plan

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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. Transacti Code (Instr. 8)	5. Number stiom Derivative Securities 3) 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
1998 Employee Option (1)	\$ 9.4152	12/20/2007		M		5,804	01/01/2003	12/31/2007	Common	5,804

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

CODY WILLIAM M 6300 WILSON MILLS ROAD MAYFIELD VILLAGE, OH 44143

Chief Investment Officer

Signatures

David M. Coffey, by Power of Attorney

12/21/2007

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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).
- The reporting person previously reported all non-qualified employee stock options ("NQSOs") on an aggregate basis (i.e., all options were reported together under the security title "Employee Option"). The reporting person is now reporting NQSOs received on different grant dates as separate securities (e.g., "1998 Employee Option," "1999 Employee Option," etc.) and will no longer show the aggregated "Employee Option" line on Form 4s.

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.

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