

PROGRESSIVE CORP/OH/
Form 4
April 19, 2006

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN 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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
FORRESTER W THOMAS

(Last) (First) (Middle)

6300 WILSON MILLS ROAD

(Street)

MAYFIELD VILLAGE, OH 44143

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

PROGRESSIVE CORP/OH/ [PGR]

3. Date of Earliest Transaction
(Month/Day/Year)

04/17/2006

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____ Officer (give title below) ____ Other (specify below)
Vice Pres. & Chief / Financial Officer

6. 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 (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D) Price			
Common	04/17/2006		M		47,400	A \$ 22.7916	115,296	D	
Common	04/17/2006		S		100	D \$ 103.96	115,196	D	
Common	04/17/2006		S		100	D \$ 103.97	115,096	D	
Common	04/17/2006		S		7,400	D \$ 104	107,696	D	
Common	04/17/2006		S		2,400	D \$ 104.01	105,296	D	
Common	04/17/2006		S		500	D \$ 104.02	104,796	D	
Common	04/17/2006		S		1,100	D \$ 104.03	103,696	D	
Common	04/17/2006		S		400	D \$ 104.05	103,296	D	

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Common	04/17/2006	S	400	D	\$ 104.06	102,896	D	
Common	04/17/2006	S	200	D	\$ 104.07	102,696	D	
Common	04/17/2006	S	200	D	\$ 104.08	102,496	D	
Common	04/17/2006	S	300	D	\$ 104.09	102,196	D	
Common	04/17/2006	S	1,700	D	\$ 104.1	100,496	D	
Common	04/17/2006	S	1,800	D	\$ 104.11	98,696	D	
Common	04/17/2006	S	1,100	D	\$ 104.12	97,596	D	
Common	04/17/2006	S	1,700	D	\$ 104.13	95,896	D	
Common	04/17/2006	S	300	D	\$ 104.14	95,596	D	
Common	04/17/2006	S	800	D	\$ 104.15	94,796	D	
Common	04/17/2006	S	400	D	\$ 104.16	94,396	D	
Common	04/17/2006	S	300	D	\$ 104.17	94,096	D	
Common	04/17/2006	S	200	D	\$ 104.18	93,896	D	
Common	04/17/2006	S	1,900	D	\$ 104.19	91,996	D	
Common	04/17/2006	S	2,000	D	\$ 104.2	89,996	D	
Common	04/17/2006	S	2,900	D	\$ 104.21	87,096	D	
Common	04/17/2006	S	300	D	\$ 104.22	86,796	D	
Common	04/17/2006	S	700	D	\$ 104.23	86,096	D	
Common	04/17/2006	S	1,300	D	\$ 104.24	84,796	D	
Common	04/17/2006	S	900	D	\$ 104.25	83,896	D	
Common						9,634.536	I	401(k) Plan
Common						27,000	I	By trust (1)

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

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.

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(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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and 5)

	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Option	\$ 22.7916		04/17/2006		M	47,400	01/01/2002 12/31/2006	Common 47,400

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FORRESTER W THOMAS 6300 WILSON MILLS ROAD MAYFIELD VILLAGE, OH 44143			Vice Pres. & Chief	Financial Officer

Signatures

David M. Coffey, By Power of Attorney 04/19/2006

__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).
- (1) These shares are held in various trusts for the benefit of the reporting person's children. The reporting person's spouse is the trustee of such trusts.

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.