## Edgar Filing: PROGRESSIVE CORP/OH/ - Form 4

PROGRESSIV Form 4 August 14, 200	/E CORP/OH/ 06												
FORM	Л									OMB A	PPROVAL		
	UNITEDS	TATES		ITIES A hington				NGE (	COMMISSION	OMB Number:	3235-0287		
Check this if no longer subject to Section 16. Form 4 or	r STATEMI									Expires: Estimated a burden hou response	irs per		
Form 5 obligations may contin <i>See</i> Instruct 1(b).	ue. Section 17(a)	) of the I		lity Hol	dir	ng Comj	pany	Act o	ge Act of 1934, if 1935 or Sectio 40	n			
(Print or Type Re	sponses)												
1. Name and Address of Reporting Person <u>*</u> HEALY BERNADINE			2. Issuer Name <b>and</b> Ticker or Trading Symbol						5. Relationship of Reporting Person(s) to Issuer				
			PROGR	ESSIVE	C	ORP/OI	H/ [P	GR]	(Check all applicable)				
(Last)	(Month/Day/Year)				'ran	saction			X Director Officer (give				
0500 WILSO.	N WILLS KOAL	,	08/10/20	00					below)	below)			
				nendment, Date Original onth/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person				
MAYFIELD	VILLAGE, OH 4	44143							Form filed by M Person	More than One R	eporting		
(City)	(State) (Z	Zip)	Table	I - Non-l	Der	ivative S	ecuri	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned		
	2. Transaction Date (Month/Day/Year)	Executio any	med on Date, if Day/Year)	3. Transact Code (Instr. 8)	tion	4. Securit Acquired Disposed (Instr. 3, 4	(A) o 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	08/10/2006			Code $A_{(1)}^{(1)}$		Amount 155	(D) A	Price \$ 0		D			
Domindan Danar	t on a concrete line f	ar aa hal	and of approx	itian hana	fiai		d din	otly on	in dimently				
Keminder: Kepor	t on a separate line f	or each cla	ass of secur	nies bene.	1101	Person informa require	s wh ation d to i s a c	o resp conta respor	indirectly. nond to the collect ined in this form d unless the for ly valid OMB cor	are not m	SEC 1474 (9-02)		
	Table		vative Secu puts, calls,						eneficially Owned curities)				

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration Date	Amount of	Derivative	Deriv

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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securitie Acquired (A) or Disposed of (D) (Instr. 3,	Derivative Securities Acquired (A) or Disposed of (D)		Underl Securit (Instr.		Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date		Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address		Relationsh	ips	
FB	Director	10% Owner	Officer	Other
HEALY BERNADINE 6300 WILSON MILLS ROAD MAYFIELD VILLAGE, OH 44143	X			
Signatures				
David M. Coffey, by Power of Attorney		08/14/2006		
**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) Restricted stock grant made pursuant to The Progressive Corporation 2003 Incentive Plan.

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. ediately upon a director's separation from service within six months following a change of control (as defined in the Plan).(2)Reflects additional phantom stock units received by the Reporting Person upon conversion of dividend

control (as defined in the Plan).(2)Reflects additional phantom stock units received by the Reporting Person upon conversion of dividend equivalents from December 31, 2015 to the present.(3)Reflects the two-for-one stock split effective January 27, 2016.

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