Edgar Filing: PROGRESSIVE CORP/OH/ - Form 4

PROGRESSI Form 4 May 18, 2015	VE CORP/OH/										
FORM	Л									PPROVAL	
	UNITEDS	TATES		ITIES A hington,			NGE (COMMISSION	OMB Number:	3235-0287	
Check this if no longe	ər								Expires:	January 31, 2005	
subject to Section 16. Form 4 or								Estimated average burden hours per response 0.			
Form 5 obligation may contin <i>See</i> Instruct 1(b).	s Section 17(a) of the]	Public Ut		ing Com	pany	Act of	e Act of 1934, f 1935 or Sectio 40	n		
(Print or Type R	esponses)										
1. Name and Ac SHEARES B	ldress of Reporting P BRADLEY T	erson <u>*</u>	Symbol	Name and			-	5. Relationship of Issuer	Reporting Pers	son(s) to	
<i></i>				ESSIVE		Н/ [Р	GKJ	(Chec	k all applicable	;)	
(Last) 6300 WILSC	(First) (M DN MILLS ROAI	iddle))	3. Date of (Month/D) 05/15/20	-	ansaction			_X_ Director Officer (give below)		o Owner er (specify	
	(Street)			ndment, Dat th/Day/Year)	-			6. Individual or Jo Applicable Line) _X_ Form filed by 0	One Reporting Pe	erson	
MAYFIELD	VILLAGE, OH	44143						Form filed by N Person	Nore than One Re	porting	
(City)	(State) (2	Zip)	Table	e I - Non-D	erivative S	ecurit	ties Acq	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	med on Date, if Day/Year)	3. Transactic Code (Instr. 8)		sposed	l of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
						or	р.	(Instr. 3 and 4)			
Common	05/15/2015			Code V $A^{(1)}$	Amount 10,100	(D) A	Price \$ 0	19,564	D		
Reminder: Repo	ort on a separate line f	or each cl	ass of secu	rities benefi	cially own	ed dire	ectly or i	indirectly.			
					inform require	ation d to r vs a c	contai respon	ond to the collec ned in this form d unless the form y valid OMB con	are not m	EC 1474 (9-02)	
	Table			rities Acqu warrants,				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	Transactio	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		Secur	rlying ities . 3 and 4)	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)) Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address		Relationsh		
	Director	10% Owner	Officer	Other
SHEARES BRADLEY T 6300 WILSON MILLS ROAD MAYFIELD VILLAGE, OH 44143	Х			
Signatures				
/s/ David M. Coffey, By Power of Attorney		05/18/20	15	
**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 Directors Equity Incentive Plan, will vest on April 15, 2016.

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.