

PROGRESSIVE CORP/OH/

Reported by
SAUERLAND JOHN P

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 08/17/09 for the Period Ending 08/13/09

Address	6300 WILSON MILLS RD MAYFIELD VILLAGE, OH 44143
Telephone	4404615000
CIK	0000080661
Symbol	PGR
SIC Code	6331 - Fire, Marine, and Casualty Insurance
Industry	Insurance (Prop. & Casualty)
Sector	Financial
Fiscal Year	12/31

FORM 4

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

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

OMB APPROVAL
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**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(f) of the
Investment Company Act of 1940

1. Name and Address of Reporting Person * Sauerland John P <small>(Last) (First) (Middle)</small> 6300 WILSON MILLS ROAD <small>(Street)</small> MAYFIELD VILLAGE, OH 44143 <small>(City) (State) (Zip)</small>	2. Issuer Name and Ticker or Trading Symbol PROGRESSIVE CORP/OH/ [PGR] 3. Date of Earliest Transaction (MM/DD/YYYY) 8/13/2009 4. If Amendment, Date Original Filed (MM/DD/YYYY)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Personal Lines Group / President 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	8/13/2009		M		45595.	A	\$4.3801	241942.	D	
Common	8/13/2009		M		10509.	A	\$5.054	252451.	D	
Common	8/13/2009		S		300.	D	\$16.35	252151.	D	
Common	8/13/2009		S		2700.	D	\$16.355	249451.	D	
Common	8/13/2009		S		1100.	D	\$16.358	248351.	D	
Common	8/13/2009		S		200.	D	\$16.359	248151.	D	
Common	8/13/2009		S		4200.	D	\$16.36	243951.	D	
Common	8/13/2009		S		4400.	D	\$16.365	239551.	D	
Common	8/13/2009		S		800.	D	\$16.368	238751.	D	
Common	8/13/2009		S		9100.	D	\$16.37	229651.	D	
Common	8/13/2009		S		4600.	D	\$16.375	225051.	D	
Common	8/13/2009		S		200.	D	\$16.379	224851.	D	
Common	8/13/2009		S		600.	D	\$16.38	224251.	D	
Common	8/13/2009		S		1700.	D	\$16.39	222551.	D	
Common								8401.277	I	401(k) Plan
Common								5600.	I	By Sauerland Partnership (1)
Common								1200.	I	By Child

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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)			
Common							5600.	I	By Trust (2)

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		(A)	(D)	Date Exercisable	Expiration Date				
2000 Employee Option	\$4.3801	8/13/2009		M		45595.	(3)	12/31/2009	Common	45595.	\$0	0	D	
2000 Employee Option / Granted May 1, 2000	\$5.054	8/13/2009		M		10509.	(3)	12/31/2009	Common	10509.	\$0	0	D	

Explanation of Responses:

- The Reporting Person is a general partner of the partnership that owns the reported securities. The Reporting Person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.
- The Reporting Person is trustee of a family trust, certain beneficiaries of which are immediate family members of the Reporting Person. The Reporting Person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein (including the pecuniary interest of such immediate family members), and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.
- The option vests in three equal annual installments beginning January 1, 2003.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sauerland John P 6300 WILSON MILLS ROAD MAYFIELD VILLAGE, OH 44143			Personal Lines Group	President

Signatures

David M. Coffey, by Power of Attorney

8/17/2009

** Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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