

PROGRESSIVE CORP/OH/  
Form 4  
July 29, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**LEWIS PETER B**

(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)  
**06/17/2005**

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)  
**Chairman of Board**

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Ownership: Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
Common	06/17/2005		J <sup>(1)</sup>	V 1,000 A	\$ 0 8,560	D	
Common	06/21/2005		G	V 1,000 D	\$ 0 7,560	D	
Common	06/24/2005		J <sup>(1)</sup>	V 1,200 A	\$ 0 8,760	D	
Common	06/27/2005		J <sup>(1)</sup>	V 4,000 A	\$ 0 12,760	D	
Common	06/28/2005		G	V 4,500 D	\$ 0 8,260	D	
Common	06/29/2005		J <sup>(1)</sup>	V 3,200 A	\$ 0 11,460	D	
Common	06/30/2005		G	V 3,475 D	\$ 0 7,985	D	
Common	07/01/2005		G	V 202 D	\$ 0 7,783	D	
Common	07/22/2005		G	V 10 D	\$ 0 7,773	D	

Edgar Filing: PROGRESSIVE CORP/OH/ - Form 4

Common						49,745.106	I	401(k) Plan	
Common						928,112	I	As GP of Lewis Children LP III	
Common						947,843	I	By Lewis Children IV, LLC	
Common						904,283	I	By Lewis Children V, LLC	
Common						2,455.7	I	By Lewis Children VI, LLC	
Common						499,500	I	By Lewis Children VII, LLC	
Common	06/17/2005		<u>J<sup>(1)</sup></u>	1,000	D	\$ 0	12,171,305	I	By PBL Investments, LP
Common	06/24/2005		<u>J<sup>(1)</sup></u>	1,200	D	\$ 0	12,170,105	I	By PBL Investments, LP
Common	06/27/2005		<u>J<sup>(1)</sup></u>	4,000	D	\$ 0	12,166,105	I	By PBL Investments, LP
Common	06/29/2005		<u>J<sup>(1)</sup></u>	3,200	D	\$ 0	12,162,905	I	By PBL Investments, LP

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.**

SEC 1474  
(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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu
--	--	--------------------------------------	--	--------------------------------	---	--	---	--	-------

