

Krasowski Valerie A
Form 3/A
August 27, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Krasowski Valerie A
(Last) (First) (Middle)

6300 WILSON MILLS ROAD
(Street)

MAYFIELD
VILLAGE,Â OHÂ 44143
(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)
08/08/2008

3. Issuer Name **and** Ticker or Trading Symbol
PROGRESSIVE CORP/OH/ [PGR]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer ☐ Other
(give title below) (specify below)
Chief Human Resources Officer

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

08/12/2008

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 Beneficially Owned

1. Title of Security
(Instr. 4)

Common

2. Amount of Securities
Beneficially Owned
(Instr. 4)

30,759 ⁽¹⁾

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

D

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Â

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

Date Exercisable Expiration Date

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title Amount or
Number of

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

Shares (I)
(Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Krasowski Valerie A 6300 WILSON MILLS ROAD MAYFIELD VILLAGE, OH 44143	Â	Â	Â Chief Human Resources Officer	Â

Signatures

David M. Coffey, by Power of Attorney 08/27/2008

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

This Form 3 amends the amount of Common Shares stated as beneficially owned by the reporting person on the reporting person's August (1) 12, 2008 Form 3, which mistakenly reported such holdings as 38,991. The reporting person's holdings in Common Shares were also misstated in a Form 4 filed by the reporting person on August 18, 2008.

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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