ADOBE SYSTEMS INC

Form 4

October 03, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

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obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and AcCOTTLE K	•	rting Person *	2. Issuer Name and Ticker or Trading Symbol ADOBE SYSTEMS INC [ADBE]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)			
ADOBE SYSTEMS INCORPORATED, 345 PARK AVENUE			(Month/Day/Year) 09/29/2005	Director 10% Owner _X Officer (give title Other (specify below) SVP, Gen. Counsel & Secretary			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
SAN JOSE, CA 95110			Filed(Month/Day/Year)	pplicable Line) X_ Form filed by One Reporting Person Form filed by More than One Reporting erson			
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Ac	quired, Disposed of, or Beneficially Owned			

		Tubic 1 Tion Delivative Securities Required, Disposed of, or Beneficiary Owned							y Owned
1.Title of Security	2. Transaction Date (Month/Day/Year)	Execution Date, if	3. 4. Securities Acquired (A) Transaction Disposed of (D)			5. Amount of Securities	6. Ownership	7. Nature of Indirect	
(Instr. 3)		any	Code	(Instr. 3, 4	and:	5)	Beneficially	Form:	Beneficial
		(Month/Day/Year)	(Instr. 8)		(A)		Owned Following Reported	Direct (D) or Indirect (I)	Ownership (Instr. 4)
					(A)		Transaction(s)	(Instr. 4)	
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	09/29/2005		M	75,000	A	\$ 13.235	126,010 (1)	D	
Common Stock	09/29/2005		S	75,000	D	\$ 29.6314	51,010	D	

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

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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)	4. Transaction Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A Underlying So (Instr. 3 and 4
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
-	Qualified Option to buy)	\$ 13.235	09/29/2005	M	75,000	09/29/2005(2)	11/12/2009	Common Stock

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

COTTLE KAREN O ADOBE SYSTEMS INCORPORATED 345 PARK AVENUE SAN JOSE, CA 95110

SVP, Gen. Counsel & Secretary

Signatures

/s/ Stuart Fagin, as attorney-in-fact 10/03/2005

**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) Total includes purchase of 810 shares of common stock on June 30, 2005 pursuant to Adobe's 1997 Employee Stock Purchase Plan.
- Vests at a rate of 25% one year after grant date, 2.08% per month for the following 12 months, and 4.17% per month for the remaining 12 months.

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.

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