Edgar Filing: ADOBE SYSTEMS INC - Form 4

ADOBE SY	STEMS INC										
Form 4											
January 06,											
FORM			CECU					ONANAISSION		PPROVAL	
UNITED STATES SEC				URITIES AND EXCHANGE COMMISS Vashington, D.C. 20549					OMB Number:	3235-0287	
Check ti if no lor subject Section Form 4	nger STATE to STATE 16.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES									
Form 5 obligation may con <i>See</i> Inst 1(b). (Print or Type	ntinue. Section 17	n 30(h) of the Investment Company Act of 1940									
V											
			Symbol	er Name and			-0	5. Relationship of Reporting Person(s) to Issuer			
			ADOBE SYSTEMS INC [ADBE]					(Check all applicable)			
(M			(Month/I	3. Date of Earliest Transaction (Month/Day/Year)				X_ Director 10% Owner Officer (give title Other (specify			
ADOBE S INCORPO AVENUE	YSTEMS RATED, 345 PA	ARK	01/05/2	2006				below)	below)	er (specny	
			mendment, Date Original Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
SAN JOSE	C, CA 95110							Form filed by M Person			
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Secur	ities Acqu	ired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	Security (Month/Day/Year) Execution Date, i		n Date, if	Code (Instr. 3, 4 and 5)) (Instr. 8) (A)				 Amount of Securities Beneficially Owned Following Reported Transaction(s) 	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	01/05/2006			М	50,000	А	\$ 5.64	224,729 <u>(1)</u>	D		
Common Stock	01/05/2006			S	50,000	D	\$ 37.948	174,729 <u>(1)</u>	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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic 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 Amou Underlying Secur (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am or Nu of S
Non-Qualified Stock Option (right to buy)	\$ 5.64	01/05/2006		М		50,000	01/05/2006	12/03/2007	Common Stock	50

Reporting Owners

Reporting Owner Name / Address		Relationships						
	Director	10% Owner	Officer	Other				
BURGESS ROBERT K ADOBE SYSTEMS INCORPORATED 345 PARK AVENUE SAN JOSE, CA 95110	X							
Signatures								
/s/ Stuart Fagin, as attorney-in-fact	01/06/200	6						
**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) Includes 1,622 shares held in trust for the benefit of the children of Mr. Burgess.

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.