

ADOBE SYSTEMS INC
Form 4
February 01, 2008

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
CHIZEN BRUCE R

(Last) (First) (Middle)

**ADOBE SYSTEMS
INCORPORATED, 345 PARK
AVENUE**

(Street)

SAN JOSE, CA 95110

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
ADOBE SYSTEMS INC [ADBE]

3. Date of Earliest Transaction
(Month/Day/Year)
02/01/2008

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)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock	02/01/2008		S ⁽¹⁾		428	D \$ 34.36	257,461	I	by trust ⁽²⁾
Common Stock	02/01/2008		S ⁽¹⁾		432	D \$ 34.35	257,029	I	by trust ⁽²⁾
Common Stock	02/01/2008		S ⁽¹⁾		500	D \$ 34.34	256,529	I	by trust ⁽²⁾
Common Stock	02/01/2008		S ⁽¹⁾		100	D \$ 34.33	256,429	I	by trust ⁽²⁾
Common Stock	02/01/2008		S ⁽¹⁾		200	D \$ 34.32	256,229	I	by trust ⁽²⁾

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Common Stock	02/01/2008	S ⁽¹⁾	2,000	D	\$ 34.31	254,229	I	by trust ⁽²⁾
Common Stock	02/01/2008	S ⁽¹⁾	922	D	\$ 34.3	253,307	I	by trust ⁽²⁾
Common Stock	02/01/2008	S ⁽¹⁾	3,704	D	\$ 34.29	249,603	I	by trust ⁽²⁾
Common Stock	02/01/2008	S ⁽¹⁾	1,496	D	\$ 34.28	248,107	I	by trust ⁽²⁾
Common Stock	02/01/2008	S ⁽¹⁾	2,100	D	\$ 34.27	246,007	I	by trust ⁽²⁾
Common Stock	02/01/2008	S ⁽¹⁾	1,578	D	\$ 34.26	244,429	I	by trust ⁽²⁾
Common Stock	02/01/2008	S ⁽¹⁾	392	D	\$ 34.25	244,037	I	by trust ⁽²⁾
Common Stock	02/01/2008	S ⁽¹⁾	500	D	\$ 34.24	243,537	I	by trust ⁽²⁾
Common Stock	02/01/2008	S ⁽¹⁾	1,300	D	\$ 34.23	242,237	I	by trust ⁽²⁾
Common Stock	02/01/2008	S ⁽¹⁾	1,008	D	\$ 34.22	241,229	I	by trust ⁽²⁾
Common Stock	02/01/2008	S ⁽¹⁾	200	D	\$ 34.21	241,029	I	by trust ⁽²⁾

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

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(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 of (D) (Instr. 3, 4, and 5)	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 Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CHIZEN BRUCE R ADOBE SYSTEMS INCORPORATED 345 PARK AVENUE SAN JOSE, CA 95110	X			

Signatures

/s/ Stuart Fagin, as attorney-in-fact	02/01/2008
**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) The option exercise and sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person June 20, 2007.
- (2) Shares held by The Chizen Trust, dtd 5/16/97 of which reporting person is a trustee.

Remarks:

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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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