Gupta Anil Form 3/A October 30, 2008

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

OMB APPROVAL

OMB Number:

3235-0104

Expires:

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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

(First)

691 SOUTH MILPITAS BLVD.

(Street)

(State)

Person *

Statement

10/23/2008

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Gupta Anil

(Month/Day/Year)

ADAPTEC INC [ADPT]

5. If Amendment, Date Original

(Last)

(Middle)

4. Relationship of Reporting

Person(s) to Issuer

Director

Filed(Month/Day/Year) 10/27/2008

(Check all applicable)

6. Individual or Joint/Group

10% Owner _ Other

Filing(Check Applicable Line) _X_ Form filed by One Reporting

(give title below) (specify below)

Form filed by More than One

Reporting Person

MILPITAS, CAÂ 95035

_X__ Officer

VP, GM

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

(City)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

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

Direct (D) or Indirect (I)

(Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

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.

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)

Securities Underlying **Derivative Security** (Instr. 4)

3. Title and Amount of

4. Conversion or Exercise Price of

5. Ownership Form of Derivative

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

Date Exercisable Expiration

Date

Amount or Title Number of Shares

Derivative Security: Security Direct (D) or Indirect

(I) (Instr. 5) Edgar Filing: Gupta Anil - Form 3/A

Incentive Stock Option (right to buy) $09/02/2009\underline{^{(1)}}$ 09/04/2015 Common Stock $09/02/2009\underline{^{(1)}}$ 09/04/2015 Common Stock $09/02/2009\underline{^{(1)}}$ 09/04/2015 Common Stock

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Gupta Anil

691 SOUTH MILPITAS BLVD. VP, GM MILPITAS, CAÂ 95035

Signatures

/s/ Anil Gupta 10/30/2008

**Signature of Person Date

Reporting Person

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).

A total of 40,000 Incentive Stock Options were granted on 9/4/2008. The aggregate of these options vest at the rate of 33% on 9/2/2009 (1) and an additional 8.33% of the option shares will vest quarterly thereafter, such that the total option shares will be fully vested on 9/2/2011.

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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