ADOBE SYSTEMS INC

Form 4

September 05, 2007

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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Check this box

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 Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading CHIZEN BRUCE R Issuer Symbol ADOBE SYSTEMS INC [ADBE] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) _X__ Director 10% Owner X_ Officer (give title _Other (specify ADOBE SYSTEMS 09/04/2007 below) below) **INCORPORATED, 345 PARK CEO AVENUE** (Street) 4. If Amendment, Date Original Filed(Month/Day/Year)

SAN JOSE, CA 95110

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person

Form filed by More than One Reporting Person

(City)	(State)	(Zip) Tal	ble I - Non-	Derivative S	Securi	ities Acquire	ed, Disposed of, o	r Beneficially	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securitie onDisposed o (Instr. 3, 4) Amount	f (D)	uired (A) or Price	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)
Common Stock	09/04/2007		$M_{\underline{(1)}}$	189,000	A	\$ 27.8282	389,283	I	by trust (2)
Common Stock	09/04/2007		S <u>(1)</u>	189,000	D	\$ 42.8816	200,283	I	by trust

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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisab	le and	7. Title and A
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onDerivative	Expiration Date		Underlying S
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or			
	Derivative				Disposed of (D)			
	Security				(Instr. 3, 4, and			
	-				5)			
						Date Exercisable	Expiration	Title
				Code V	(A) (D)	Date Exercisable	Date	Title
				Couc v	(A) (D)			
Non-Qualified								C
Stock Option	\$ 27.8282	09/04/2007		$M_{\underline{(1)}}$	189,000	09/04/2007(3)	03/31/2008	Common
(right to buy)	\$ 2.10202	0,70.72007			100,000	· · · · · · · · · · · · · · · · · · ·	32.21,2000	Stock
(fight to buy)								

Reporting Owners

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

Signatures

/s/ Stuart Fagin, as attorney-in-fact 09/05/2007

**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 sale 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.
- (3) Vests at a rate of 2.08% per month for the first 24 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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