ADOBE SYSTEMS INC

Form 4

January 04, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

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Expires:

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if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

below)

ADOBE SYSTEMS INC [ADBE]

(Check all applicable)

(Last)

(First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

_X__ Director Officer (give title

10% Owner Other (specify

ADOBE SYSTEMS **INCORPORATED, 345 PARK AVENUE**

> (Street) 4. If Amendment, Date Original

01/02/2008

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

SAN JOSE, CA 95110

(City)	(State)	(Zip) Tabl	e I - Non-D	erivative)	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed 3. Execution Date, if Transany Code		Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A)		5. 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	01/02/2008		S <u>(1)</u>	7,207	D	\$ 42.59	353,244	I	by trust (2)
Common Stock	01/02/2008		S <u>(1)</u>	5,692	D	\$ 42.58	347,552	I	by trust (2)
Common Stock	01/02/2008		S <u>(1)</u>	4,964	D	\$ 42.57	342,588	I	by trust (2)
Common Stock	01/02/2008		S <u>(1)</u>	7,393	D	\$ 42.56	335,195	I	by trust (2)
Common Stock	01/02/2008		S <u>(1)</u>	3,991	D	\$ 42.55	331,204	I	by trust (2)

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Common Stock	01/02/2008	S <u>(1)</u>	4,990	D	\$ 42.54	326,214	I	by trust (2)
Common Stock	01/02/2008	S <u>(1)</u>	9,214	D	\$ 42.53	317,000	I	by trust (2)
Common Stock	01/02/2008	S <u>(1)</u>	3,662	D	\$ 42.52	313,338	I	by trust (2)
Common Stock	01/02/2008	S <u>(1)</u>	3,327	D	\$ 42.51	310,011	I	by trust (2)
Common Stock	01/02/2008	S <u>(1)</u>	7,250	D	\$ 41.5	302,761	I	by trust (2)
Common Stock	01/02/2008	S(1)	5,320	D	\$ 42.49	297,441	I	by trust (2)
Common Stock	01/02/2008	S(1)	4,848	D	\$ 42.48	292,593	I	by trust (2)
Common Stock	01/02/2008	S(1)	500	D	\$ 42.47	292,093	I	by trust (2)
Common Stock	01/02/2008	S <u>(1)</u>	1,365	D	\$ 42.46	290,728	I	by trust (2)
Common Stock	01/02/2008	S(1)	4,500	D	\$ 42.45	286,228	I	by trust (2)
Common Stock	01/02/2008	S <u>(1)</u>	3,000	D	\$ 42.44	283,228	I	by trust (2)
Common Stock	01/02/2008	S <u>(1)</u>	2,235	D	\$ 42.43	280,993	I	by trust (2)
Common Stock	01/02/2008	S <u>(1)</u>	6,283	D	\$ 42.42	274,710	I	by trust (2)
Common Stock	01/02/2008	S(1)	1,954	D	\$ 42.41	272,756	I	by trust (2)
Common Stock	01/02/2008	S <u>(1)</u>	7,812	D	\$ 42.4	264,944	I	by trust (2)
Common Stock	01/02/2008	S <u>(1)</u>	1,424	D	\$ 42.39	263,520	I	by trust (2)
Common Stock	01/02/2008	S(1)	2,939	D	\$ 42.38	260,581	I	by trust (2)
Common Stock	01/02/2008	S(1)	900	D	\$ 42.37	259,681	I	by trust (2)
Common Stock	01/02/2008	S(1)	9,291	D	\$ 42.36	250,390	I	by trust (2)
Common Stock	01/02/2008	S(1)	5,518	D	\$ 43.35	244,872	I	by trust (2)
	01/02/2008	S(1)	1,469	D		243,403	I	by trust (2)

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Common Stock					\$ 43.34			
Common Stock	01/02/2008	S(1)	3,661	D	\$ 42.33	239,742	I	by trust (2)
Common Stock	01/02/2008	S <u>(1)</u>	4,720	D	\$ 42.32	235,022	I	by trust (2)
Common Stock	01/02/2008	S <u>(1)</u>	2,800	D	\$ 42.31	232,222	I	by trust (2)

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

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.

SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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.	6. Date Exerc	cisable and	7. Tit	le and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transa	ction	Number	Expiration D	ate	Amou	ınt of	Derivative
Security	or Exercise		any	Code	(of	(Month/Day/	Year)	Unde	rlying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr.	8)	Derivative	•		Secur	rities	(Instr. 5)
	Derivative		•			Securities			(Instr	. 3 and 4)	
	Security					Acquired			`	ĺ	
	J					(A) or					
						Disposed					
						of (D)					
						(Instr. 3,					
						4, and 5)					
						.,					
										Amount	
							Date	Expiration		or	
							Exercisable	Date	Title	Number	
							Exercisable	Date		of	
				Code	V	(A) (D)				Shares	

Relationships

Reporting Owners

eporting 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 01/04/2008

**Signature of Reporting Person Date

Reporting Owners 3

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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:

2 of 3

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