

CISCO SYSTEMS INC
Form 4
November 09, 2006

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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
RICHARDSON JAMES

(Last) (First) (Middle)

170 WEST TASMAN DRIVE

(Street)

SAN JOSE, CA 95134

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
CISCO SYSTEMS INC [CSCO]

3. Date of Earliest Transaction
(Month/Day/Year)
11/07/2006

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

SVP, Commercial Business

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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	11/07/2006		S ⁽¹⁾		108,964	D	\$ 25	148,882	D
Common Stock	11/08/2006		S ⁽¹⁾		91,036	D	\$ 25	57,846	D
Common Stock	11/09/2006		M ⁽¹⁾		468,750	A	\$ 11.7396	526,596	D
Common Stock	11/09/2006		S ⁽¹⁾		12,400	D	\$ 27.25	514,196	D
Common Stock	11/09/2006		S ⁽¹⁾		1,400	D	\$ 27.24	512,796	D

Edgar Filing: CISCO SYSTEMS INC - Form 4

Common Stock	11/09/2006	<u>S(1)</u>	32,775	D	\$ 27.23	480,021	D
Common Stock	11/09/2006	<u>S(1)</u>	2,500	D	\$ 27.21	477,521	D
Common Stock	11/09/2006	<u>S(1)</u>	11,600	D	\$ 27.19	465,921	D
Common Stock	11/09/2006	<u>S(1)</u>	15,600	D	\$ 27.18	450,321	D
Common Stock	11/09/2006	<u>S(1)</u>	7,100	D	\$ 27.17	443,221	D
Common Stock	11/09/2006	<u>S(1)</u>	8,946	D	\$ 27.16	434,275	D
Common Stock	11/09/2006	<u>S(1)</u>	35,379	D	\$ 27.15	398,896	D
Common Stock	11/09/2006	<u>S(1)</u>	3,500	D	\$ 27.13	395,396	D
Common Stock	11/09/2006	<u>S(1)</u>	3,400	D	\$ 27.12	391,996	D
Common Stock	11/09/2006	<u>S(1)</u>	5,400	D	\$ 27.11	386,596	D
Common Stock	11/09/2006	<u>S(1)</u>	3,500	D	\$ 27.08	383,096	D
Common Stock	11/09/2006	<u>S(1)</u>	3,700	D	\$ 27.07	379,396	D
Common Stock	11/09/2006	<u>S(1)</u>	4,400	D	\$ 27.06	374,996	D
Common Stock	11/09/2006	<u>S(1)</u>	7,800	D	\$ 27.05	367,196	D
Common Stock	11/09/2006	<u>S(1)</u>	10,500	D	\$ 27.02	356,696	D
Common Stock	11/09/2006	<u>S(1)</u>	6,900	D	\$ 27.01	349,796	D
Common Stock	11/09/2006	<u>S(1)</u>	20,500	D	\$ 27	329,296	D
Common Stock	11/09/2006	<u>S(1)</u>	13,400	D	\$ 26.99	315,896	D
Common Stock	11/09/2006	<u>S(1)</u>	15,600	D	\$ 26.98	300,296	D
Common Stock	11/09/2006	<u>S(1)</u>	23,500	D	\$ 26.97	276,796	D
	11/09/2006	<u>S(1)</u>	6,600	D	\$ 26.96	270,196	D

Edgar Filing: CISCO SYSTEMS INC - Form 4

Common
Stock

Common Stock	11/09/2006	S ⁽¹⁾	1,800	D	\$ 26.95	268,396	D
Common Stock	11/09/2006	S ⁽¹⁾	10,800	D	\$ 26.94	257,596	D
Common Stock	11/09/2006	S ⁽¹⁾	4,600	D	\$ 26.93	252,996	D
Common Stock	11/09/2006	S ⁽¹⁾	34,700	D	\$ 26.92	218,296	D

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)

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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am Nu Sha
Non-Qualified Stock Option (right to buy)	\$ 11.7396	11/09/2006		M ⁽¹⁾		468,750		⁽²⁾	04/27/2007	Common Stock	46

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
RICHARDSON JAMES 170 WEST TASMAN DRIVE SAN JOSE, CA 95134	SVP, Commercial Business

Signatures

/s/ James Richardson by Evan Sloves,
Attorney-in-fact

11/09/2006

 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 transactions reported on this Form 4 were effected pursuant to a Rule 10b5-1 plan adopted by the reporting person on September 8, 2005.
- (2) The option vested as to twenty-five percent (25%) of the shares on the one (1) year anniversary of the date of grant, and as to the remaining seventy-five percent (75%) of the shares thereafter in thirty-six (36) successive equal monthly installments.

Remarks:

(1 of 2 Forms 4)

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.