

CISCO SYSTEMS INC

Form 4

March 11, 2005

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 *
CARTER LARRY R

(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)
03/09/2005

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)

SVP, Office of the President

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	03/09/2005		M		390,000	A	\$ 5.8056	421,583	D
Common Stock	03/09/2005		S		390,000	D	\$ 18.5	31,583	D
Common Stock	03/09/2005		M		142,900	A	\$ 5.8056	174,483	D
Common Stock	03/09/2005		S		142,900	D	\$ 18.52	31,583	D
Common Stock	03/09/2005		M		157,100	A	\$ 5.8056	188,683	D

Edgar Filing: CISCO SYSTEMS INC - Form 4

Common Stock	03/09/2005	S	157,100	D	\$ 18.53	31,583	D	
Common Stock	03/09/2005	M	78,172	A	\$ 5.8056	109,755	D	
Common Stock	03/09/2005	S	78,172	D	\$ 18.54	31,583	D	
Common Stock	03/09/2005	M	121,828	A	\$ 5.8056	153,411	D	
Common Stock	03/09/2005	S	121,828	D	\$ 18.55	31,583	D	
Common Stock						2,900	I	by Trust (1)

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 of Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Am Nun Sha
Non-Qualified Stock Option (right to buy)	\$ 5.8056	03/09/2005		M	390,000	(2) 05/07/2005	Common Stock 39
Non-Qualified Stock Option (right to buy)	\$ 5.8056	03/09/2005		M	142,900	(2) 05/07/2005	Common Stock 14
Non-Qualified Stock Option (right to buy)	\$ 5.8056	03/09/2005		M	157,100	(2) 05/07/2005	Common Stock 15
Non-Qualified Stock Option (right to buy)	\$ 5.8056	03/09/2005		M	78,172	(2) 05/07/2005	Common Stock 78
Non-Qualified Stock Option	\$ 5.8056	03/09/2005		M	121,828	(2) 05/07/2005	Common Stock 12

(right to buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CARTER LARRY R 170 WEST TASMAN DRIVE SAN JOSE, CA 95134	X		SVP, Office of the President	

Signatures

By: Mark Chandler, Attorney-in-fact For: Larry R.
Carter

03/11/2005

__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) Shares held by the Carter Revocable Trust dated October 18, 1994.
- (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.

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.