

ADOBE SYSTEMS INC
Form 4
January 04, 2008

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
WARNOCK JOHN E

2. Issuer Name and Ticker or Trading Symbol
ADOBE SYSTEMS INC [ADBE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
**ADOBE SYSTEMS
INCORPORATED, 345 PARK
AVENUE**

3. Date of Earliest Transaction
(Month/Day/Year)
01/03/2008

Director 10% Owner
 Officer (give title below) Other (specify below)
Co-Chairman of the Board

(Street)
SAN JOSE, CA 95110

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

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

(City) (State) (Zip)

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)
				(A) or (D) Code V Amount (D) Price			
Common Stock	12/19/2007		G	V 3,570 D \$ 41.79	1,396,506	D	
Common Stock	01/03/2008		S	200 D \$ 41.79	1,396,306	D	
Common Stock	01/03/2008		S	1,500 D \$ 41.77	1,394,806	D	
Common Stock	01/03/2008		S	500 D \$ 41.76	1,394,306	D	
Common Stock	01/03/2008		S	800 D \$ 41.75	1,393,506	D	

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Common Stock	01/03/2008	S	1,000	D	\$ 41.74	1,392,506	D
Common Stock	01/03/2008	S	800	D	\$ 41.73	1,391,706	D
Common Stock	01/03/2008	S	637	D	\$ 41.72	1,391,069	D
Common Stock	01/03/2008	S	663	D	\$ 41.71	1,390,406	D
Common Stock	01/03/2008	S	1,400	D	\$ 41.7	1,389,006	D
Common Stock	01/03/2008	S	1,000	D	\$ 41.69	1,388,006	D
Common Stock	01/03/2008	S	900	D	\$ 41.68	1,387,106	D
Common Stock	01/03/2008	S	1,400	D	\$ 41.67	1,385,706	D
Common Stock	01/03/2008	S	2,400	D	\$ 41.66	1,383,306	D
Common Stock	01/03/2008	S	2,650	D	\$ 41.65	1,380,656	D
Common Stock	01/03/2008	S	3,327	D	\$ 41.64	1,377,329	D
Common Stock	01/03/2008	S	3,923	D	\$ 41.63	1,373,406	D
Common Stock	01/03/2008	S	2,100	D	\$ 41.62	1,371,306	D
Common Stock	01/03/2008	S	2,900	D	\$ 41.61	1,368,406	D
Common Stock	01/03/2008	S	4,920	D	\$ 41.6	1,363,486	D
Common Stock	01/03/2008	S	3,520	D	\$ 41.59	1,359,966	D
Common Stock	01/03/2008	S	2,079	D	\$ 41.58	1,357,887	D
Common Stock	01/03/2008	S	2,920	D	\$ 41.57	1,354,967	D
Common Stock	01/03/2008	S	2,740	D	\$ 41.56	1,352,227	D
Common Stock	01/03/2008	S	2,195	D	\$ 41.55	1,350,032	D
	01/03/2008	S	3,526	D		1,346,506	D

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Common Stock \$ 41.54

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 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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WARNOCK JOHN E ADOBE SYSTEMS INCORPORATED 345 PARK AVENUE SAN JOSE, CA 95110	X			Co-Chairman of the Board

Signatures

/s/ Stuart Fagin, as attorney-in-fact 01/04/2008
 **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) Bona fide gift of securities by reporting person--no consideration received.

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