

ADOBE SYSTEMS INC  
Form 4  
January 04, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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

(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 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 Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |                          |
|---|---------------|-----------|---------|--------------------------|
|   | Director      | 10% Owner | Officer | Other                    |
| WARNOCK JOHN E<br>ADOBE SYSTEMS INCORPORATED<br>345 PARK AVENUE<br>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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