Chadwick Jonathan Form 4 June 21, 2007

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

obligations may continue. See Instruction

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)

06/20/2007

Stock

| (Print or Type | Responses) | | | | | | | | | | |
|---|--|-------|--|---|---|--------|-----------------|--|--|---|--|
| 1. Name and Address of Reporting Person * Chadwick Jonathan | | | 2. Issuer Name and Ticker or Trading Symbol CISCO SYSTEMS INC [CSCO] | | | | Is | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
| (Last) (First) (Middle) 170 WEST TASMAN DRIVE | | | 3. Date of Earliest Transaction (Month/Day/Year) 06/20/2007 | | | | | Director 10% OwnerX Officer (give title Other (specify below) SVP,CorpContrl,PrincAcctgOfcr | | | |
| g a Ni Aogr | Filed(Month/Day/Year) A | | | | 5. Individual or Joint/Group Filing(Check Applicable Line) X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | |
| SAN JOSE | c, CA 95134 | | | | | | _ | _ r orm med by me | re man one req | porting r crson | |
| (City) | (State) | (Zip) | Tab | ole I - Non- | Derivative S | Securi | ties Acquir | ed, Disposed of, | or Beneficiall | y Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date any (Month/Day/ | | | Date, if Transaction Disposed of (D) Code (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) | |
| Common Stock | 06/20/2007 | | | Code V M | Amount 75,000 | (D) | Price \$ 20.625 | 113,189 | D | | |
| Common Stock | 06/20/2007 | | | M | 25,000 | A | \$ 13.625 | 138,189 | D | | |
| Common Stock | 06/20/2007 | | | M | 69,250 | A | \$ 18.57 | 207,439 | D | | |
| Common Stock | 06/20/2007 | | | M | 69,250 | A | \$ 16.01 | 276,689 | D | | |
| Common | 06/20/2007 | | | M | 50,000 | Δ | \$ 17.26 | 326 689 | D | | |

M

50,000

Α

\$ 17.26 326,689

D

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

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response...

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| Common Stock | 06/20/2007 | M | 56,250 | A | \$ 20.53 | 382,939 | D | |
|-----------------|------------|---|---------|---|----------|---------|---|----------|
| Common Stock | 06/20/2007 | S | 344,750 | D | \$ 27.5 | 38,189 | D | |
| Common Stock | | | | | | 4,309 | I | by Trust |

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

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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. 5. Number of TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and A Underlying So (Instr. 3 and 4 | |
|---|---|--------------------------------------|---|---|-----|--|------------------|--|-----------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title |
| Non-Qualified Stock Option (right to buy) | \$ 20.625 | 06/20/2007 | | M | 7 | 75,000 | 03/09/2002(2) | 03/09/2010 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 13.625 | 06/20/2007 | | M | 2 | 25,000 | 04/06/2002(2) | 04/06/2010 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 18.57 | 06/20/2007 | | M | 6 | 59,250 | 06/14/2001(3) | 05/14/2010 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 16.01 | 06/20/2007 | | M | 6 | 59,250 | 09/21/2001(3) | 08/21/2010 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 17.26 | 06/20/2007 | | M | 5 | 50,000 | 11/02/2002(2) | 11/02/2010 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 20.53 | 06/20/2007 | | M | 5 | 56,250 | 01/07/2003(2) | 01/07/2011 | Common Stock |
| | | | | | | | | | |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Chadwick Jonathan 170 WEST TASMAN DRIVE

SVP,CorpContrl,PrincAcctgOfcr

SAN JOSE, CA 95134

Signatures

/s/ Jonathan Chadwick by Evan Sloves his attorney-in-fact

06/20/2007

**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) by Family Trust
- (2) The option vested as to twenty percent (20%) of the shares on the one (1) year anniversary of the grant date, and as to the remaining eighty percent (80%) of the shares thereafter in forty-eight(48) successive equal monthly installments.
- (3) The option vested in sixty (60) successive equal monthly installments following the grant date.

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.

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