

ADOBE SYSTEMS INC
Form 4
December 19, 2012

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 *
LYNCH KEVIN M

(Last) (First) (Middle)

ADOBE SYSTEMS
INCORPORATED, 345 PARK
AVENUE

(Street)

SAN JOSE, CA 95110

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
12/17/2012

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)
CTO, SVP Experience&Technology

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/17/2012		M		9,296	A	\$ 24.66
Common Stock	12/17/2012		M		26,863	A	\$ 26.53
Common Stock	12/17/2012		M		120,750	A	\$ 32.1
Common Stock	12/17/2012		M		4,614	A	\$ 24.66
Common Stock	12/17/2012		M		62,043	A	\$ 34.64

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Common Stock	12/17/2012	M	26,434	A	\$ 19.93	299,160	D
Common Stock	12/17/2012	S	250,000	D	\$ 37.2054 <u>(2)</u>	49,160	D

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Stock Options (right to buy)	\$ 24.66	12/17/2012		M	9,296	12/17/2012 ⁽³⁾ 02/24/2015	Common Stock 9,296
Stock Options (right to buy)	\$ 26.53	12/17/2012		M	26,863	12/17/2012 ⁽³⁾ 09/14/2015	Common Stock 26,863
Stock Options (right to buy)	\$ 32.1	12/17/2012		M	120,750	12/17/2012 ⁽³⁾ 11/30/2015	Common Stock 120,750
Stock Options (right to buy)	\$ 24.66	12/17/2012		M	4,614	12/17/2012 ⁽³⁾ 02/24/2015	Common Stock 4,614
Stock Options (right to buy)	\$ 34.64	12/17/2012		M	62,043	12/17/2012 ⁽³⁾ 01/24/2015	Common Stock 62,043
Stock Options (right to buy)	\$ 19.93	12/17/2012		M	26,434	12/17/2012 ⁽⁴⁾ 01/26/2016	Common Stock 26,434

