CISCO SYSTEMS INC

Form 4

September 29, 2005

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

OMB Number:

Check this box if no longer subject to Section 16. Form 4 or

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

may continue. See Instruction

1(b).

(Last)

Form 5

obligations

(Print or Type Responses)

1. Name and Address of Reporting Person *

RAFAEL BETSY

(First)

(Middle)

170 WEST TASMAN DRIVE

(Street)

(State)

Price of

(Zip)

2. Issuer Name and Ticker or Trading

Symbol

CISCO SYSTEMS INC [CSCO]

3. Date of Earliest Transaction

(Month/Day/Year) 09/29/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

OMB APPROVAL

Expires:

response...

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

Director 10% Owner _X__ Officer (give title Other (specify

below) below) VP,CorpContrllr,PrincAcctgOfcr

6. 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, CA 95134

1.Title of

(City)

(Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Security

(Instr. 3)

Execution Date, if

(Month/Day/Year)

4. Securities 3. TransactionAcquired (A) or Code Disposed of (D) (Instr. 8)

(Instr. 3, 4 and 5)

Code V Amount (D) Price

(A)

or

(Instr. 8)

Securities Owned Following Reported Transaction(s)

Acquired (A) or

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

5. Amount of Beneficially

(Instr. 3 and 4)

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I) Ownership

(Instr. 4) (Instr. 4)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 2. 3. Transaction Date 3A. Deemed 4. 5. Number of 6. Date Exercisable and Derivative Conversion (Month/Day/Year) Execution Date, if TransactionDerivative **Expiration Date** Security or Exercise Securities (Month/Day/Year)

(Month/Day/Year)

1

7. Title and Amor

Underlying Secur

(Instr. 3 and 4)

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	Security		(Instr. 3, 4, and 5)							
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am Nui Sha
Non-Qualified Stock Option	\$ 17.86	09/29/2005	A		175,000		(1)	09/29/2014	Common	17

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

RAFAEL BETSY 170 WEST TASMAN DRIVE SAN JOSE, CA 95134

VP,CorpContrllr,PrincAcctgOfcr

Disposed of (D)

Stock

Signatures

(right to buy)

By: Mark Chandler, Attorney-in-Fact For: Elizabeth (Betsy) S
Rafael

09/29/2005

**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) The option shall vest as to twenty percent (20%) of the shares on the one (1) year anniversary of the date of grant, and as to the remaining eighty percent (80%) of the shares thereafter in forty eight (48) 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.

Reporting Owners 2