

ADAPTEC INC
Form 4/A
August 19, 2008

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
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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Westfield John M

(Last) (First) (Middle)

691 SOUTH MILPITAS BLVD.

(Street)

MILPITAS, CA 95035

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

ADAPTEC INC [ADPT]

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

08/04/2008

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

08/06/2008

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)

VP, Corp. Controller

6. Individual or Joint/Group Filing(Check
Applicable Line)

X 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/04/2008 ⁽¹⁾		A	Amount 16,000 ⁽¹⁾	Price \$ 0.001	50,213	D

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

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information contained in this form are not
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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)

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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 Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 3.78	08/04/2008		A	23,481	(2) 08/04/2015	Common Stock	23,4
Non-Qualified Stock Option (right to buy)	\$ 3.78	08/04/2008		A	8,519	(2) 08/04/2015	Common Stock	8,5

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Westfield John M 691 SOUTH MILPITAS BLVD. MILPITAS, CA 95035			VP, Corp. Controller	

Signatures

/s/ John M.
Westfield
08/19/2008

**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) Represents a Restricted Stock Award for 16,000 shares of common stock that vests in two (2) annual installments with thirty-three and one-thirds percent (33.33%) vesting on 08/04/2009 and sixty-six and two-thirds percent (66.66%) vesting on 08/04/2010.
- For purposes of clarity, this report restates (in its entirety) the report previously filed on 08/06/2008 to correct an error in footnote 2 regarding the option fully vested date contained in the originally filed Form 4. Footnote 2 is amended to read as follows, "Adaptec granted Mr. Westfield stock options to purchase an aggregate of 32,000 shares of common stock on 08/04/2008, of which options to purchase 23,481 shares are Incentive Stock Options and options to purchase 8,519 are Non-Qualified Stock Options. All of these options vest with respect to 8.33% of the total underlying shares at the end of each three-month period, such that the options will be fully vested on 08/04/2011. The options will expire on 08/04/2015."
- (2)

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.