Edgar Filing: LLOYD ROBERT WAYNE - Form 4

	BERT WAYNE											
Form 4	< 2 000											
November 1											PROVAL	
FORM	4 UNITED	STATES						IGE CO	OMMISSION	OMB	3235-0287	
Check this box					on,	, D.C. 205	49			Number:	January 31,	
Section 16.				CHANGES IN BENEFICIAL OWNER SECURITIES						Expires: Estimated a burden hour	2005 verage s per	
Form 4 of Form 5 obligation may con <i>See</i> Instr 1(b).	Filed pur ons Section 17(a) of the 1	Public U	tility H	Iol		bany	Act of 1	Act of 1934, 935 or Section	response	0.5	
(Print or Type	Responses)											
			Symbol	2. Issuer Rume and Treater of Trading					5. Relationship of Reporting Person(s) to Issuer			
			CISCO SYSTEMS INC [CSCO]					(Check all applicable)				
(Last)	(First) (N	Middle)				ransaction			Disector 10% Oraco			
									Director 10% Owner X Officer (give title Other (specify below) below) EVP, Worldwide Operations			
	(Street)		4. If Ame	endment	, Da	ate Original		6	. Individual or Joi	nt/Group Filin	g(Check	
			Filed(Mo	nth/Day/	Yea	r)			Applicable Line)	D (' D		
SAN JOSE	, CA 95134							_	X_Form filed by Or Form filed by Mo Person			
(City)	(State)	(Zip)	Tab	le I - No	on-I	Derivative Se	ecurit	ies Acqui	red, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2. Transaction Date 2A. Deemed Month/Day/Year) Execution Date, if any (Month/Day/Year)			(A) or				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6.7. Nature of IndirectOwnershipIndirectForm:BeneficialDirect (D)Ownership or Indirect(I)(Instr. 4)(I)(Instr. 4)	Beneficial Ownership	
Common Stock	11/12/2009			Code A	v	Amount 200,000 (1)	(D) A	Price \$ 0	650,200	D		
Common Stock	11/16/2009			M <u>(2)</u>		40,000	А	\$ 19.18	690,200	D		
Common Stock	11/16/2009			S <u>(2)</u>		40,000	D	\$ 24	650,200	D		
Common Stock									1,649	I	by Child	
Common Stock									1,649	Ι	by Child	

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

Persons who respond to the collection of information contained in this form are not 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 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. Transactic Code (Instr. 8)	5. Number of onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and A Underlying S (Instr. 3 and 4
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 23.4	11/12/2009		A	500,000	09/11/2010(3)	11/12/2016	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 19.18	11/16/2009		M <u>(2)</u>	40,000	08/23/2005 <u>(4)</u>	08/23/2013	Common Stock

Reporting Owners

Reporting Owner Name / Address	ss Relationships						
1 8	Director	10% Owner	Officer	Other			
LLOYD ROBERT WAYNE 170 WEST TASMAN DRIVE SAN JOSE, CA 95134			EVP, Worldwide Operations				
Signatures							
/s/ Robert Wayne Lloyd by Evan Attorney-in-Fact	Sloves,		11/16/2009				

Explanation of Responses:

**Signature of Reporting Person

- * 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 unit award that vests in four (4) successive equal annual installments, with the first twenty-five percent (25%) of the shares vesting on September 11, 2010.
- (2) This transaction was effected pursuant to a Rule 10b5-1 plan adopted by the reporting person on March 17, 2009.
- (3) The option vests as to twenty-five percent (25%) of the shares on September 11, 2010, and as to the remaining seventy-five percent (75%) of the shares thereafter in thirty-six (36) successive equal monthly installments.

Date

(4)

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The option vests as to twenty percent (20%) of the shares originally granted 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.

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.