

CISCO SYSTEMS, INC.  
Form S-8 POS  
December 18, 2014

As filed with the Securities and Exchange Commission on December 18, 2014

Registration No. 333-142332

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

POST-EFFECTIVE AMENDMENT NO. 1  
TO  
FORM S-8  
REGISTRATION STATEMENT  
UNDER  
THE SECURITIES ACT OF 1933

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CISCO SYSTEMS, INC.  
(Exact Name of Registrant as Specified in Its Charter)

California  
(State or Other Jurisdiction  
of Incorporation or Organization)  
170 West Tasman Drive  
San Jose, California 95134-1706  
(Address of Principal Executive Offices) (Zip Code)

77-0059951  
(I.R.S. Employer  
Identification No.)

OPTIONS TO PURCHASE COMMON STOCK GRANTED UNDER  
THE NEOPATH NETWORKS, INC. 2002 EQUITY INCENTIVE PLAN, AS AMENDED, AND  
THE NEOPATH NETWORKS, INC. 2007 EQUITY INCENTIVE PLAN AND  
ASSUMED BY THE REGISTRANT  
(Full Title of the Plans)

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John T. Chambers  
Chairman and Chief Executive Officer  
Cisco Systems, Inc.  
300 East Tasman Drive  
San Jose, California 95134-1706  
(Name and Address of Agent For Service)  
(408) 526-4000  
(Telephone Number, including area code, of agent for service)

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Indicate by check mark whether the Registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definitions of "large accelerated filer," "accelerated filer," and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer   
Non-accelerated filer  (Do not check if a smaller reporting company)

Accelerated filer   
Smaller reporting company



**EXPLANATORY NOTE:**

**REMOVAL OF SECURITIES FROM REGISTRATION**

The offering contemplated by this Registration Statement on Form S-8 (the “Registration Statement”) has terminated. Pursuant to the undertakings contained in Part II of the Registration Statement, the Registrant is removing from registration, by means of a post-effective amendment to the Registration Statement (the “Post-Effective Amendment”), 316,223 shares of Common Stock, par value \$0.001 per share, registered under the Registration Statement (as adjusted by reason of any stock dividend, stock split, recapitalization or other similar transaction effected without the Registrant’s receipt of consideration) which remained unsold at the termination of the offering.

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, and Rule 478, the Registrant has duly caused this Post-Effective Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of San Jose, State of California, on December 18, 2014.

|        |                     |
|--------|---------------------|
| By:    | Cisco Systems, Inc. |
| Name:  | /s/ Evan Sloves     |
| Title: | Evan Sloves         |
|        | Assistant Secretary |