

ADOBE SYSTEMS INC
Form 4
January 28, 2015

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 *
GARRETT MARK

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
01/24/2015

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP, CFO & Asst. Secretary

**ADOBE SYSTEMS
INCORPORATED, 345 PARK
AVENUE**

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

SAN JOSE, CA 95110

(City) (State) (Zip)

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)		
			Code	V	Amount or Price				
Common Stock	01/24/2015		M		24,166	A	\$ 0	24,166	D
Common Stock	01/24/2015		F		11,732 (1)	D	\$ 74.06	12,434	D
Common Stock	01/24/2015		M		15,625	A	\$ 0	28,059	D
Common Stock	01/24/2015		F		8,153 (2)	D	\$ 74.06	19,906	D
Common Stock	01/24/2015		M		7,500	A	\$ 0	27,406	D

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Common Stock	01/24/2015	F	2,883 <u>(2)</u>	D	\$ 74.06	24,523	D	
Common Stock	01/24/2015	M	17,500	A	\$ 0	42,023	D	
Common Stock	01/24/2015	F	9,131 <u>(2)</u>	D	\$ 74.06	32,892	D	
Common Stock	01/24/2015	M	11,967	A	\$ 0	44,859	D	
Common Stock	01/24/2015	F	6,244 <u>(2)</u>	D	\$ 74.06	38,615	D	
Common Stock						50,000	I	by trust ⁽³⁾
Common Stock						107	I	by trust ⁽⁴⁾

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 Security (Instr. 3 and 4)	Amount or Number of Shares
					(A)	(D)	Date Exercisable	Expiration Date		
Performance Shares	\$ 0	01/24/2015		M		24,166	<u>(5)</u>	<u>(5)</u>	Common Stock	24,166
Restricted Stock Units	\$ 0	01/24/2015		M		15,625	<u>(6)</u>	<u>(6)</u>	Common Stock	15,625
Restricted Stock Units	\$ 0	01/24/2015		M		7,500	<u>(7)</u>	<u>(7)</u>	Common Stock	7,500
Restricted Stock Units	\$ 0	01/24/2015		M		17,500	<u>(8)</u>	<u>(8)</u>	Common Stock	17,500
Restricted Stock Units	\$ 0	01/24/2015		M		11,967	<u>(9)</u>	<u>(9)</u>	Common Stock	11,967
Performance Shares	\$ 0	01/26/2015		A	V	68,800 <u>(10)</u>	<u>(11)</u>	<u>(11)</u>	Common Stock	68,800

