

CISCO SYSTEMS INC
 Form 3
 February 21, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 * Â CALDERONI FRANK (Last) (First) (Middle) 170 WEST TASMAN DRIVE (Street) SAN JOSE,Â CAÂ 95134 (City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year) 02/15/2008 | 3. Issuer Name and Ticker or Trading Symbol CISCO SYSTEMS INC [CSCO] | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) EVP and CFO | 5. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
|--|--|--|---|--|---|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 37,640 ⁽¹⁾ | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|--|--|--|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

Edgar Filing: CISCO SYSTEMS INC - Form 3

| | | | | Shares | | (I) (Instr. 5) | |
|---|---------------------------|------------|--------------|---------|----------|-------------------|---|
| Non-Qualified Stock Option (right to buy) | 05/03/2005 ⁽²⁾ | 05/14/2013 | Common Stock | 173,333 | \$ 21.24 | D | Â |
| Non-Qualified Stock Option (right to buy) | 08/23/2005 ⁽³⁾ | 08/23/2013 | Common Stock | 78,000 | \$ 19.18 | D | Â |
| Non-Qualified Stock Option (right to buy) | 08/12/2006 ⁽³⁾ | 08/12/2014 | Common Stock | 58,750 | \$ 17.8 | D | Â |
| Non-Qualified Stock Option (right to buy) | 09/29/2006 ⁽³⁾ | 09/29/2014 | Common Stock | 120,000 | \$ 17.86 | D | Â |
| Non-Qualified Stock Option (right to buy) | 09/21/2007 ⁽³⁾ | 09/21/2015 | Common Stock | 200,000 | \$ 23.01 | D | Â |
| Non-Qualified Stock Option (right to buy) | 06/07/2008 ⁽³⁾ | 06/07/2016 | Common Stock | 100,000 | \$ 25.85 | D | Â |
| Non-Qualified Stock Option (right to buy) | 09/20/2008 ⁽³⁾ | 09/20/2016 | Common Stock | 240,000 | \$ 32.21 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------|-------|
| | Director | 10% Owner | Officer | Other |
| CALDERONI FRANK 170 WEST TASMAN DRIVE SAN JOSE, CA 95134 | Â | Â | Â EVP and CFO | Â |

Signatures

/s/ Frank A. Calderoni by Evan Sloves,
Attorney-in-Fact

02/21/2008

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

- Includes the 28,000 remaining unvested shares of a restricted stock unit award originally granted with respect to 35,000 shares of common stock on September 21, 2006. This award vests in five (5) successive equal annual installments, with the first twenty percent (20%) having vested on the one (1) year anniversary of the grant date.
- (1) common stock on September 21, 2006. This award vests in five (5) successive equal annual installments, with the first twenty percent (20%) having vested on the one (1) year anniversary of the grant date.
 - (2) The option vests as to twenty percent (20%) of the shares originally granted on the one (1) year anniversary of the vesting commencement date, and as to the remaining eighty percent (80%) of the shares thereafter in forty-eight (48) successive equal monthly installments.
 - (3) 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.