

MOORE GARY B
Form 3
June 03, 2010

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

OMB APPROVAL

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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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â MOORE GARY B | | (Month/Day/Year) | CISCO SYSTEMS INC [CSCO] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 05/24/2010 | | |
| 170 WEST TASMAN DRIVE | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) EVP, Cisco Services | |
| SAN JOSE,Â CAÂ 94134 | | | 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 | |
| (City) | (State) | (Zip) | | |

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 | 561,634 <u>(1)</u> <u>(2)</u> <u>(3)</u> | D | Â |

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

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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 | |

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| | | | | Shares | | (I) (Instr. 5) | |
|---|---------------------------|------------|--------------|---------|----------|-------------------|---|
| Non-Qualified Stock Option (right to buy) | 09/02/2004 ⁽⁴⁾ | 09/02/2012 | Common Stock | 200,000 | \$ 19.59 | D | Â |
| Non-Qualified Stock Option (right to buy) | 08/23/2005 ⁽⁴⁾ | 08/23/2013 | Common Stock | 325,000 | \$ 19.18 | D | Â |
| Non-Qualified Stock Option (right to buy) | 09/29/2006 ⁽⁴⁾ | 09/29/2014 | Common Stock | 275,000 | \$ 17.86 | D | Â |
| Non-Qualified Stock Option (right to buy) | 09/21/2007 ⁽⁴⁾ | 09/21/2015 | Common Stock | 200,000 | \$ 23.01 | D | Â |
| Non-Qualified Stock Option (right to buy) | 09/20/2008 ⁽⁴⁾ | 09/20/2016 | Common Stock | 240,000 | \$ 32.21 | D | Â |
| Non-Qualified Stock Option (right to buy) | 06/11/2010 ⁽⁵⁾ | 06/11/2016 | Common Stock | 150,000 | \$ 20.1 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MOORE GARY B 170 WEST TASMAN DRIVE SAN JOSE, CA 94134 | Â | Â | Â EVP, Cisco Services | Â |

Signatures

/s/ Gary B. Moore by Evan Sloves,
Attorney-in-Fact

06/03/2010

__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).

(1) Includes: (i) the 80,000 remaining unvested shares of a restricted stock unit award originally granted with respect to 200,000 shares of common stock on September 21, 2006, which award vests in five (5) successive equal annual installments on the first through the fifth anniversaries of the grant date; (ii) the 18,561 remaining unvested shares of a restricted stock unit award originally granted with respect to 30,933 shares of common stock on September 11, 2008, resulting from the satisfaction of a fiscal 2008 performance condition, of which award twenty percent (20%) of the original number of shares vested immediately upon grant, and the remaining shares vest in four (4) successive equal annual installments which commenced 9/11/09. (Continued on Footnotes 2 and 3.)

(2) (Continued from Footnote 1): (iii) the 56,250 remaining unvested shares of a restricted stock unit award originally granted with respect to 75,000 shares of common stock on September 11, 2008, which award vests in four (4) successive equal annual installments, with the first twenty-five percent (25%) of the shares vesting on the one (1) year anniversary of the grant date; (iv) the 75,000 remaining unvested shares of a restricted stock unit award originally granted with respect to 100,000 shares of common stock on March 12, 2009, which award vests in four (4) successive equal annual installments, with the first twenty-five percent (25%) of the shares vesting on the one (1) year anniversary of the grant date. (Continued on Footnote 3.)

(3) (Continued from Footnotes 1 and 2): (v) a restricted stock unit award with respect to 100,000 shares of common stock, which award was granted on March 12, 2009 and which vests in its entirety on the four (4) year anniversary of the grant date; and (vi) a restricted stock unit award with respect to 200,000 shares of common stock, which award was granted on November 12, 2009 and which vests in four (4) successive equal annual installments, with the first twenty-five percent (25%) of the shares vesting on September 11, 2010.

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- (4) 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.
- (5) The option vests as to twenty-five percent (25%) of the shares originally granted on the one (1) year anniversary of the grant date, and as to the remaining seventy-five percent (75%) of the shares thereafter in thirty-six (36) 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.

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