#### PROSSER JOHN W JR

Form 4

March 08, 2007

# FORM 4

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

OMB Number:

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**OMB APPROVAL** 

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

Section 16.

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

1(b).

(Print or Type Responses)

1. Name and Add PROSSER JO	•	ng Person <u>*</u>	2. Issuer Name <b>and</b> Ticker or Trading Symbol JACOBS ENGINEERING GROUP INC /DE/ [JEC]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last) (First) (Middle)  1111 SOUTH ARROYO PARKWAY		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/08/2007	Director 10% OwnerX Officer (give title Other (specify below)  Executive Vice President		
(Street) PASADENA, CA 91105-			4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Table	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. Transactio Code (Instr. 8)	(A) or		of (D)	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)	
Common Stock	03/08/2007		Code V M	Amount 20,000	(D)	Price \$ 12.07	135,005	D		
Common Stock	03/08/2007		M	18,000	A	\$ 15.97	153,005	D		
Common Stock	03/08/2007		M	20,000	A	\$ 16.72	173,005	D		
Common Stock	03/08/2007		M	16,000	A	\$ 18.19	189,005	D		
Common Stock	03/08/2007		F	39,650	D	\$ 90.83	149,355	D		

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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. Transactic Code (Instr. 8)	5. Number of orDerivative 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 Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 12.07	03/08/2007		X		20,000	03/27/1998	03/27/2007	Common Stock	20,000
Stock Option	\$ 15.97	03/08/2007		X		18,000	03/26/1999	03/26/2008	Common Stock	18,000
Stock Option	\$ 16.72	03/08/2007		X		20,000	05/25/2001	05/25/2010	Common Stock	20,000
Stock Option	\$ 18.19	03/08/2007		X		16,000	05/27/2000	05/27/2009	Common Stock	16,000

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

PROSSER JOHN W JR 1111 SOUTH ARROYO PARKWAY PASADENA, CA 91105-

**Executive Vice President** 

## **Signatures**

Geoffrey P.
Sanders

\*\*Signature of Reporting Person

O3/08/2007

## **Explanation of Responses:**

- \* 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) The price of the stock option is zero.

Reporting Owners 2

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