**BHATT PRAT** Form 4 May 22, 2013

# FORM 4

# **OMB APPROVAL**

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

**OMB** 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

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

response...

0.5

Form 4 or Form 5 obligations may continue. See Instruction

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 Address of Reporting Person * BHATT PRAT			2. Issuer Name and Ticker or Trading Symbol CISCO SYSTEMS, INC. [CSCO]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	( The state of the			
			(Month/Day/Year)	Director 10% Owner			
170 WEST TASMAN DRIVE			05/21/2013	_X_ Officer (give title Other (specify below)			
				SVP, Corp Controller & CAO			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person			
SAN JOSE, CA 95134				Form filed by More than One Reporting Person			

#### (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Disposed of (D) Securities Ownership Indirect (Instr. 3) (Instr. 3, 4 and 5) Code Beneficially Form: Beneficial (Month/Day/Year) (Instr. 8) Owned Direct (D) Ownership Following or Indirect (Instr. 4) Reported (A) Transaction(s) (Instr. 4) (Instr. 3 and 4) Code V Amount (D) Price Common 05/21/2013 M 2,400 A \$ 17.86 222,464 D Stock Common 05/21/2013 M 8,000 \$ 19.18 230,464 D A Stock Common 05/21/2013 M 3,600 \$ 17.8 D A 234,064 Stock Common 05/21/2013 M 12,333 Α \$ 17.86 246,397 D Stock Common 05/21/2013 M 16,667 A \$ 17.55 263,064 D Stock

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Common Stock	05/21/2013	M	8,400	A	\$ 19.4	271,464	D
Common Stock	05/21/2013	S	51,839	D	\$ 23.9505	219,625	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474

(9-02)

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 or 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 Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Non-Qualified Stock Option (right to buy)	\$ 17.86	05/21/2013		M	2,400	(2)	08/13/2013	Common Stock	2,4
Non-Qualified Stock Option (right to buy)	\$ 19.18	05/21/2013		M	8,000	(2)	08/23/2013	Common Stock	8,0
Non-Qualified Stock Option (right to buy)	\$ 17.8	05/21/2013		M	3,600	(2)	08/12/2014	Common Stock	3,6
Non-Qualified Stock Option (right to buy)	\$ 17.86	05/21/2013		M	12,333	(2)	09/29/2014	Common Stock	12,3
Non-Qualified Stock Option (right to buy)	\$ 17.55	05/21/2013		M	16,667	(2)	12/09/2014	Common Stock	16,6
Non-Qualified Stock Option (right to buy)	\$ 19.4	05/21/2013		M	8,400	<u>(2)</u>	02/08/2015	Common Stock	8,4

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## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

**BHATT PRAT** 

170 WEST TASMAN DRIVE SVP, Corp Controller & CAO

SAN JOSE, CA 95134

**Signatures** 

/s/ Prat Bhatt by Evan Sloves, Attorney-in-Fact 05/22/2013

\*\*Signature of Reporting Person Date

# **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).

Represents a weighted average sales price per share. These shares were sold in multiple transactions at prices ranging from \$23.9433 to

- (1) \$23.9543. The reporting person has provided to the issuer, and undertakes to provide to the staff of the Commission or any security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price within the range.
- (2) This option is immediately exercisable.

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.

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