

RAFAEL BETSY  
Form 4  
January 04, 2006

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
RAFAEL BETSY

(Last) (First) (Middle)

170 WEST TASMAN DRIVE

(Street)

SAN JOSE, CA 95134

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
CISCO SYSTEMS INC [CSCO]

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/03/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
VP,CorpContrllr,ChiefAcctgOfcr

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

**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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	01/03/2006		M <sup>(1)</sup>		7,333	A	\$ 13.12
Common Stock	01/03/2006		S <sup>(1)</sup>		7,333	D	\$ 17.19
Common Stock	01/03/2006		M <sup>(1)</sup>		7,291	A	\$ 9.749
Common Stock	01/03/2006		S <sup>(1)</sup>		7,291	D	\$ 17.19
Common Stock	01/03/2006		M <sup>(1)</sup>		7,291	A	\$ 13.04

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Common Stock      01/03/2006      S<sup>(1)</sup>      7,291      D      \$ 17.19      2,789      D

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

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(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 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)
Non-Qualified Stock Option (right to buy)	\$ 9.749	01/03/2006		M <sup>(1)</sup>	7,291	10/10/2003 <sup>(2)</sup> 10/10/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 13.04	01/03/2006		M <sup>(1)</sup>	7,291	04/10/2004 <sup>(2)</sup> 04/10/2012	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 13.12	01/03/2006		M <sup>(1)</sup>	7,333	08/09/2003 <sup>(2)</sup> 08/09/2011	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RAFAEL BETSY 170 WEST TASMAN DRIVE SAN JOSE, CA 95134			VP, Corp Contrllr, Chief Acctg Ofcr	

## Signatures

By: Mark Chandler, Attorney-in-Fact For: Elizabeth (Betsy) S. Rafael      01/04/2006

         \*\*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).
- (1) The transactions reported on this Form 4 were effected pursuant to a Rule 10b5-1 plan adopted by the reporting person on September 27, 2005.
- (2) The option shall vest as to twenty percent (20%) of the shares on the one (1) year anniversary of the date of grant, 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.

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