

CISCO SYSTEMS INC  
Form 4  
September 21, 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 \*  
MORGRIDGE JOHN P

(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)  
09/19/2006

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)

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 Indirect Ownership (Instr. 4)            |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V Amount (A) or (D) Price   |   |  |   |
| Common Stock                    | 09/13/2006                           |  | G                              | V 20,000 D \$ 0   | 50,512,330  | I  | by Family Trust <sup>(1)</sup>                        |
| Common Stock                    | 09/19/2006                           |  | S                              | 111 D \$ 22.8   | 275,238   | D  |   |
| Common Stock                    | 09/20/2006                           |  | S                              | 50,000 D \$ 23.25   | 225,238   | D  |   |
| Common Stock                    |                                      |  |                                |   | 4,950,000 <sup>(2)</sup>  | I  | by family limited partnership in which GRAT of Spouse |

|              |                          |   |  |
|--------------|--------------------------|---|--|
| Common Stock | 100,000 <sup>(3)</sup>   | I | owns an interest <sup>(2)</sup><br>by family limited partnership in which Family Trust owns an interest <sup>(3)</sup> |
| Common Stock | 4,950,000 <sup>(4)</sup> | I | by family limited partnership in which GRAT of Mr. Morgridge owns an interest <sup>(4)</sup>                           |
| Common Stock | 90,238                   | I | by Spouse  |

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

**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.**

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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 Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares                         |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| MORGRIDGE JOHN P<br>170 WEST TASMAN DRIVE<br>SAN JOSE, CA 95134 |               | X         |         |       |

## Signatures

/s/ John P. Morgridge by Evan Sloves, his  
Attorney-in-Fact

09/21/2006

\_\_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) Morgridge Family Trust (MFT).

(2) Represents a limited partnership interest in Morgridge Family Investments LP (FILP), which interest is held by the grantor retained annuity trust (GRAT) of Mr. Morgridge's spouse.

(3) Represents the general partner interest in FILP, which interest of MFT is the property of Mr. Morgridge and his spouse.

(4) Represents a limited partnership interest in FILP, which interest is held by the GRAT of Mr. Morgridge.

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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