

Patel Pankaj
Form 3
August 23, 2012

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 *

Patel Pankaj

(Last) (First) (Middle)

170 WEST TASMAN DRIVE

(Street)

SAN JOSE, CA 95134

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

08/13/2012

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

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner

☒ Officer ____ Other

(give title below) (specify below)

EVP, Chief Development Officer

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

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 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	859,085 (1) (2) (3) (4) (5)	D	Â
Common Stock	1,223	I	Child #1
Common Stock	3,548	I	Child #2
Common Stock	187,652	I	Trust #1
Common Stock	128,005	I	Trust #2
Common Stock	28,368	I	Trust #3

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)

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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 (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Non-Qualified Stock Option (right to buy)	09/02/2004 ⁽⁶⁾	09/02/2012	Common Stock	100,000	\$ 19.59	D	Â
Non-Qualified Stock Option (right to buy)	08/23/2005 ⁽⁶⁾	08/23/2013	Common Stock	95,000	\$ 19.18	D	Â
Non-Qualified Stock Option (right to buy)	08/12/2006 ⁽⁶⁾	08/12/2014	Common Stock	200,000	\$ 17.8	D	Â
Non-Qualified Stock Option (right to buy)	09/29/2006 ⁽⁶⁾	09/29/2014	Common Stock	140,000	\$ 17.86	D	Â
Non-Qualified Stock Option (right to buy)	09/21/2007 ⁽⁶⁾	09/21/2015	Common Stock	150,000	\$ 23.01	D	Â
Non-Qualified Stock Option (right to buy)	09/20/2008 ⁽⁷⁾	09/20/2016	Common Stock	240,000	\$ 32.21	D	Â
Non-Qualified Stock Option (right to buy)	06/11/2010 ⁽⁸⁾	06/11/2016	Common Stock	125,000	\$ 20.1	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Patel Pankaj 170 WEST TASMAN DRIVE SAN JOSE, Â CAA 95134	Â	Â	Â EVP, Chief Development Officer	Â

Signatures

/s/ Pankaj Patel by Evan Sloves,
Attorney-in-Fact

08/23/2012

__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).

- Includes: (i) the 6,187 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 September 11, 2009; (ii) the 12,500 remaining unvested shares of a restricted stock unit award originally granted with respect to 50,000 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;
- (Continued on Footnotes 2, 3, 4 and 5)

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- (Continued from Footnote 1) (iii) the 18,750 remaining unvested shares of a restricted stock unit award originally granted with respect to 75,000 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; (iv) a restricted stock unit award with respect to 75,000 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; (v) the 112,500 remaining unvested shares of a restricted stock unit award originally granted with respect to 225,000 shares of common stock on November 12, 2009, which award vests in four (4) successive equal annual installments, with the first twenty-five percent (25%) of the shares vesting on September 11, 2010; (Continued on Footnotes 3, 4 and 5)
- (2) (Continued from Footnotes 1 and 2) (vi) the 135,000 remaining unvested shares and the 22,500 vested, deferred shares of a restricted stock unit award originally granted with respect to 180,000 shares of common stock on September 16, 2010, which award vests in four (4) successive equal annual installments, with the first twenty-five percent (25%) of the shares vesting on September 11, 2011. Fifty percent (50%) of any vested shares underlying the restricted stock unit award will settle upon the earlier of (a) the Reporting Person's "separation from service" to Cisco within the meaning of Code Section 409A of the Internal Revenue Code and (b) January 1, 2016, the fixed payment date elected by the Reporting Person; (Continued on Footnotes 4 and 5)
- (3) (Continued from Footnotes 1, 2 and 3) (vii) the 75,000 remaining unvested shares of a restricted stock unit award originally granted with respect to 100,000 shares of common stock on June 16, 2011, which award vests in four (4) successive equal annual installments, with the first twenty-five percent (25%) of the shares vesting on June 11, 2012; (viii) a restricted stock unit award with respect to 100,000 shares of common stock, which award was granted on September 8, 2011 and which vests in four (4) successive equal annual installments, with the first twenty five percent (25%) of the shares vesting on September 11, 2012. Fifty percent (50%) of any vested shares underlying the restricted stock unit award will settle upon the earlier of (a) the Reporting Person's "separation from service" to Cisco within the meaning of Code Section 409A of the Internal Revenue Code and (b) January 1, 2017, the fixed payment date elected by the Reporting Person; (Continued on Footnote 5)
- (4) (Continued from Footnotes 1, 2, 3 and 4) (ix) a restricted stock unit award with respect to 100,000 shares of common stock, which award was granted on February 16, 2012 and which vests in two (2) equal installments, with the first fifty percent (50%) of the shares vesting on February 11, 2014 and the remaining fifty percent (50%) of the shares vesting on February 11, 2016; and (x) a restricted stock unit award with respect to 200,000 shares of common stock on June 14, 2012 and which award vests in four (4) successive equal annual installments, with the first twenty-five percent (25%) of the shares vesting on June 11, 2013.
- (5) The option is immediately exercisable.
- (6) 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.
- (7) 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.
- (8)

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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