

KRALL DAVID

Form 4

November 22, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
KRALL DAVID

(Last) (First) (Middle)

19720 THREE OAKS WAY

(Street)

SARATOGA, CA 95070

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

AVID TECHNOLOGY INC [AVID]

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

11/21/2005

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)

President & CEO

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	11/21/2005		M		10,050	A \$ 11.375	47,505 D
Common Stock	11/21/2005		M		1,421	A \$ 11.375	48,926 D
Common Stock	11/21/2005		M		10,000	A \$ 12.8	58,926 D
Common Stock	11/21/2005		S		815	D \$ 50.58	58,111 D
Common Stock	11/21/2005		S		400	D \$ 50.57	57,711 D

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Common Stock	11/21/2005	S	700	D	\$ 50.56	57,011	D
Common Stock	11/21/2005	S	1,300	D	\$ 50.55	55,711	D
Common Stock	11/21/2005	S	140	D	\$ 50.54	55,571	D
Common Stock	11/21/2005	S	600	D	\$ 50.51	54,971	D
Common Stock	11/21/2005	S	1,340	D	\$ 50.5	53,631	D
Common Stock	11/21/2005	S	200	D	\$ 50.48	53,431	D
Common Stock	11/21/2005	S	1,660	D	\$ 50.47	51,771	D
Common Stock	11/21/2005	S	10,745	D	\$ 50.46	41,026	D
Common Stock	11/21/2005	S	2,100	D	\$ 50.45	38,926	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 Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 11.375	11/21/2005		M	10,050	05/09/2001 11/09/2009	Common Stock 10,050
Incentive Stock	\$ 11.375	11/21/2005		M	1,421	10/25/2000 04/25/2010	Common Stock 1,421

Option
(right to
buy)

Incentive
Stock

Option (right to buy)	\$ 12.8	11/21/2005		M	10,000	10/17/2001	04/17/2011 ⁽¹⁾	Common Stock	10,000
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KRALL DAVID 19720 THREE OAKS WAY SARATOGA, CA 95070	X		President & CEO	

Signatures

David A. Krall	11/22/2005
<u> </u> 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) 12.5% of the option becomes exercisable on the date listed in the "Date Exercisable" column; the remaining 87.5% becomes exercisable in 42 equal monthly installments thereafter.

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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