

James Joshua G
 Form 3
 October 27, 2009

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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â James Joshua G		(Month/Day/Year)	ADOBE SYSTEMS INC [ADBE]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		10/23/2009		
345 PARK AVENUE			(Check all applicable)	
(Street)			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)	
SAN JOSE,Â CAÂ 95110			6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
			SVP & GM Omniture BU	

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)
None	0	D	Â

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)

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	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable Expiration Date	Title Amount or Number of			

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				Shares		(I) (Instr. 5)	
Incentive Stock Option (right to buy)	Â <u>(1)</u>	03/28/2016	Common Stock	121,668	\$ 12.33	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(2)</u>	02/26/2019	Common Stock	70,471	\$ 18.38	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(3)</u>	06/14/2016	Common Stock	280,986	\$ 21.02	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(4)</u>	06/14/2016	Common Stock	103,157	\$ 21.02	D	Â
Restricted Stock Unit	Â <u>(5)</u>	Â <u>(5)</u>	Common Stock	3,441	\$ 0	D	Â
Restricted Stock Unit	Â <u>(6)</u>	Â <u>(6)</u>	Common Stock	8,808	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
James Joshua G 345 PARK AVENUE SAN JOSE, CA 95110	Â	Â	Â SVP & GM Omniture BU	Â

Signatures

/s/ Stuart Fagin, as
attorney-in-fact

10/27/2009

__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).
- Received in connection with the merger (the "Merger") of Omniture, Inc. ("Omniture") with and into Snowbird Acquisition Corporation, a wholly owned subsidiary of Adobe Systems Incorporated ("Adobe") in exchange for a stock option to acquire 200,000 shares of Omniture common stock for \$7.50 per share, at an exchange ratio of 0.60834135. The 10,456 unvested shares of Adobe common stock subject to the Option will vest fully on the twelve (12) month anniversary of the effective date of the Merger.
- (1) Received in connection with the Merger in exchange for a stock option to acquire 114,000 shares of Omniture common stock for \$11.36 per share, at an exchange ratio of 0.618171363. The 17,617 unvested shares of Adobe common stock subject to the Option will vest fully on the twelve (12) month anniversary of the effective date of the Merger.
- (2) Received in connection with the Merger in exchange for a stock option to acquire 454,545 shares of Omniture common stock for \$12.99 per share, at an exchange ratio of 0.618171363. The 65,043 unvested shares of Adobe common stock subject to the Option will vest fully on the twelve (12) month anniversary of the effective date of the Merger.
- (3) Received in connection with the Merger in exchange for a stock option to acquire 166,875 shares of Omniture common stock for \$12.99 per share, at an exchange ratio of 0.618171363. The 24,070 unvested shares of Adobe common stock subject to the Option will vest fully on the twelve (12) month anniversary of the effective date of the Merger.
- (4) Received in connection with the Merger in exchange for a restricted stock unit to receive 5,567 shares of Omniture common stock, at an exchange ratio of 0.618171363. Restricted Stock Units will vest on the twelve (12) month anniversary of the effective date of the Merger.
- (5)

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- (6) Received in connection with the Merger in exchange for a restricted stock unit to receive 14,250 shares of Omniture common stock, at an exchange ratio of 0.618171363. Restricted Stock Units will vest on the twelve (12) month anniversary of the effective date of the Merger.

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.