

Wadhvani David
 Form 3
 June 24, 2010

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 Wadhvani David		(Month/Day/Year)	ADOBE SYSTEMS INC [ADBE]	
(Last)	(First)	(Middle)	06/22/2010	
ADOBE SYSTEMS INCORPORATED,Â 345 PARK AVENUE			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)	(Check all applicable)			
	<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner		
	<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other	6. Individual or Joint/Group Filing(Check Applicable Line)	
	(give title below) (specify below)		<input checked="" type="checkbox"/> Form filed by One Reporting Person	
	SVP, Creative & Interactive		<input type="checkbox"/> Form filed by More than One Reporting Person	
SAN JOSE,Â CAÂ 95110				
(City)	(State)	(Zip)		

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	1,526	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	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	Â <u>(1)</u>	01/25/2017	Common Stock	28,650	\$ 34.16	D	Â
Stock Option (right to buy)	Â <u>(1)</u>	01/26/2016	Common Stock	38,000	\$ 19.93	D	Â
Stock Option (right to buy)	Â <u>(1)</u>	04/15/2015	Common Stock	9,000	\$ 35.75	D	Â
Stock Option (right to buy)	Â <u>(1)</u>	01/24/2015	Common Stock	30,000	\$ 34.64	D	Â
Stock Option (right to buy)	Â <u>(1)</u>	01/24/2014	Common Stock	25,000	\$ 39.69	D	Â
Stock Option (right to buy)	Â <u>(2)</u>	06/22/2013	Common Stock	35,000	\$ 30.79	D	Â
Stock Option (right to buy)	Â <u>(2)</u>	02/11/2015	Common Stock	20,699	\$ 25.41	D	Â
Restricted Stock Units	Â <u>(3)</u>	Â <u>(3)</u>	Common Stock	13,950	\$ 0	D	Â
Restricted Stock Units	Â <u>(4)</u>	Â <u>(4)</u>	Common Stock	30,000	\$ 0	D	Â
Restricted Stock Units	Â <u>(5)</u>	Â <u>(5)</u>	Common Stock	5,874	\$ 0	D	Â
Performance Shares	Â <u>(6)</u>	Â <u>(6)</u>	Common Stock	1,860	\$ 0	D	Â
Performance Shares	Â <u>(7)</u>	Â <u>(7)</u>	Common Stock	6,200	\$ 0	D	Â
Performance Shares	Â <u>(8)</u>	Â <u>(8)</u>	Common Stock	1,389	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wadhvani David ADOBE SYSTEMS INCORPORATED 345 PARK AVENUE SAN JOSE, CA 95110	Â	Â	Â SVP, Creative & Interactive	Â

Signatures

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

06/24/2010

__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).
- (1) Vests at a rate of 2.08% per month for 48 months.
- (2) Options are fully vested and exercisable.
- (3) Vests at a rate of 25% annually on the first, second, third and fourth anniversary of the January 25, 2010 grant date.
- (4) Vests at a rate of 50% on December 15, 2011, the initial vest date, and then 25% annually on the first and second anniversary of the initial vest date.
- (5) Vests at a rate of 25% annually on the first, second, third, and fourth anniversary of the January 26, 2009 grant date. The remaining units will vest in equal installments on January 26, 2011, January 26, 2012 and January 26, 2013.
- (6) Vests at a rate of 25% annually on the first, second, third, and fourth anniversary of the April 15, 2008 vesting commencement date. The remaining units will vest in equal installments on April 15, 2011 and April 15, 2012.
- (7) Vests at a rate of 25% annually on the first, second, third, and fourth anniversary of the January 24, 2008 grant date. The remaining units will vest in equal installments on January 24, 2011 and January 24, 2012.
- (8) Vests at a rate of 25% annually on the first, second, third, and fourth anniversary of the January 24, 2007 grant date. The remaining units will vest on January 24, 2011.

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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