

CISCO SYSTEMS INC
 Form 4
 February 15, 2006

FORM 4

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

OMB APPROVAL

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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 *
 Giancarlo Charles H

(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)
 02/13/2006

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)
 SVP,Chief Development Ofcr

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	02/13/2006		M		50,000	A	\$ 5.6528
Common Stock	02/13/2006		S		50,000	D	\$ 19.4 7,749
Common Stock	02/13/2006		M		11,196	A	\$ 5.6528 18,945
Common Stock	02/13/2006		S		11,196	D	\$ 19.45 7,749
Common Stock	02/13/2006		M		26,304	A	\$ 5.6528 34,053

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Common Stock	02/13/2006	S	26,304	D	\$ 19.46	7,749	D
Common Stock	02/13/2006	M	112,500	A	\$ 5.6528	120,249	D
Common Stock	02/13/2006	S	112,500	D	\$ 19.47	7,749	D
Common Stock	02/13/2006	M	100,000	A	\$ 5.6528	107,749	D
Common Stock	02/13/2006	S	100,000	D	\$ 19.57	7,749	D
Common Stock	02/13/2006	M	150,000	A	\$ 5.6528	157,749	D
Common Stock	02/13/2006	S	150,000	D	\$ 19.6	7,749	D
Common Stock	02/13/2006	M	100,000	A	\$ 5.6528	107,749	D
Common Stock	02/13/2006	S	100,000	D	\$ 19.65	7,749	D
Common Stock	02/13/2006	M	123,300	A	\$ 5.6528	131,049	D
Common Stock	02/13/2006	S	123,300	D	\$ 19.66	7,749	D
Common Stock	02/13/2006	M	26,300	A	\$ 5.6528	34,049	D
Common Stock	02/13/2006	S	26,300	D	\$ 19.68	7,749	D
Common Stock	02/13/2006	M	400	A	\$ 5.6528	8,149	D
Common Stock	02/13/2006	S	400	D	\$ 19.74	7,749	D
Common Stock	02/13/2006	M	55,811	A	\$ 5.6528	63,560	D
Common Stock	02/13/2006	S	55,811	D	\$ 19.75	7,749	D
Common Stock	02/13/2006	M	44,189	A	\$ 5.6528	51,938	D
Common Stock	02/13/2006	S	44,189	D	\$ 19.78	7,749	D
Common Stock	02/13/2006	M	50,000	A	\$ 5.6528	57,749	D
	02/13/2006	S	50,000	D	\$ 19.79	7,749	D

Common Stock									
Common Stock	02/13/2006		M	50,000	A	\$ 5.6528	57,749	D	
Common Stock	02/13/2006		S	50,000	D	\$ 19.8	7,749	D	
Common Stock							800	I	By M.G. Trust
Common Stock							800	I	by G.G. Trust

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

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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. Number of Derivative Securities Owned Beneficially (Instr. 5)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Giancarlo Charles H 170 WEST TASMAN DRIVE SAN JOSE, CA 95134	SVP, Chief Development Ofcr

Signatures

By: Evan Sloves For: Charles H. Giancarlo 02/15/2006

__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).

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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