

FORM 4

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

OMB APPROVAL

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{ } 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

(Print or Type Responses) Investment Company Act of 1940

1. Name and Address of Reporting Person* CALDERONI FRANK	2. Issuer Name and Ticker or Trading Symbol CISCO SYSTEMS INC CSCO	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other
(Last) (First) (Middle) 170 WEST TASMAN DRIVE, (Street) SAN JOSE - CA - 95134 (City) (State) (Zip)	3. Date of Earliest Transaction (Month/Day/Year) 02-19-2008	(give title below) (specify below) EVP and CFO
	4. If Amendment, Date Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 Execut. Date (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Sec Beneficially Owned Following Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	02-19-2008		A	75,000 (A) \$0	112,640	D	
	#1			#1			

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 (Instr. 3)	3. Transaction Date (Month/Day/Year)	3a. Deemed Execut. Date (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or	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. 3)	9. Number of Derivative Securities (Instr. 3)	10. Ownership Form of Derivative (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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Security	Disposed of	(Instr. 5)	Bene- ficially	Secur- ity
(D) (Instr. 3, 4 and 5)	Amount	Owned	Direct	(D) or
Date	Expira- tion	Number	reported	Indirect
Code	V	(A)	(D)	(I)
(A)	(D)	Exer- cisable	Date	Title
Shares	(Inst. 4)	Instr. 4		

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CALDERONI FRANK 170 WEST TASMAN DRIVE SAN JOSE CA 95134	.	.	EVP and CFO	

Explanation of Responses:

1 Represents a restricted stock unit award with respect to 75,000 shares of common stock that vests in five (5) successive equal annual installments with the first twenty percent (20%) vesting on the one (1) year anniversary of the grant date.

Remarks:

Signatures

/s/ Frank A. Calderoni by Evan Sloves, Attorney-in-Fact / 02-21-2008

** Signature of Reporting Person Date

- * 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).

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 specifically asks for their information.