

# CISCO SYSTEMS, INC.

## FORM RW

(Withdrawal of Registration Statement)

Filed 01/05/01

Address	170 WEST TASMAN DR SAN JOSE, CA 95134-1706
Telephone	4085264000
CIK	0000858877
Symbol	CSCO
SIC Code	3576 - Computer Communications Equipment
Industry	Communications Equipment
Sector	Technology
Fiscal Year	07/28

# CISCO SYSTEMS INC

## FORM RW

(Withdrawal of Registration Statement)

Filed 1/5/2001

Address	170 WEST TASMAN DR SAN JOSE, California 95134-1706
Telephone	408-526-4000
CIK	0000858877
Industry	Communications Equipment
Sector	Technology
Fiscal Year	07/31

January 3, 2001

VIA EDGAR

# Securities and Exchange Commission

Judiciary Plaza  
450 Fifth Street, N.W.

Washington, DC 20549

## Re: Cisco Systems, Inc.

Form S-3 Registration Statement Filed on October 19, 1998  
File No. 333-65867

Ladies and Gentlemen:

Pursuant to Rule 477 of Regulation C of the Securities Act of 1933, as amended (the "Securities Act"), Cisco Systems, Inc., a Delaware corporation (the "Registrant"), hereby respectfully makes application to the Securities and Exchange Commission (the "Commission") to (1) withdraw the above-referenced registration statement, together with all exhibits, amendments and supplements thereto (the "Registration Statement"), and (2) deregister any shares identified in the Registration Statement which have not been sold to date under the terms described therein, with such application to be approved effective as of the date hereof or at the earliest practical date thereafter. The Registration Statement was first filed with the Commission on October 19, 1998.

The Registration Statement was filed by the Registrant on behalf of its securityholders with whom Registrant entered into a registration rights agreement in connection with the Registrant's acquisition of American Internet Corporation ("American Internet"). The securities which were the subject of the Registration Statement were distributed by the Registrant to the former stockholders of American Internet in connection with the acquisition. The acquisition took place over two (2) years ago therefore the shares registered in the Registration Statement no longer need to be registered and are freely tradeable pursuant to Rule 144(k) of the Securities Act of 1933, as amended. By withdrawing the Registration Statement at this time, the Registrant seeks to save the expense associated with maintaining the effectiveness of a registration statement.

Kindly direct any questions you have regarding Registrant's request to withdraw the Registration Statement to the undersigned at (408) 526-4000.

Very truly yours,

*/s/ Scott D. Lester*

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*Scott D. Lester, Esq.*  
*Legal Counsel*

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**End of Filing**

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