

ROCKWELL MICHAEL J  
Form 4  
November 02, 2004

**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 \*  
ROCKWELL MICHAEL J

2. Issuer Name and Ticker or Trading Symbol  
AVID TECHNOLOGY INC [AVID]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

(Last) (First) (Middle)  
50 HIDDEN ROAD  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
10/29/2004

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ 10% Owner  
\_\_\_\_\_ Other (specify below)  
SVP & Chief Technology Officer

ANDOVER, MA 01810

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 or Price   |  |   |
| Common Stock                    | 10/29/2004                           |  | M                              |   | 6,250 A \$ 12.8   | 6,250  | D   |
| Common Stock                    | 10/29/2004                           |  | M                              |   | 7,626 A \$ 14.13  | 13,876   | D   |
| Common Stock                    | 10/29/2004                           |  | M                              |   | 1,225 A \$ 14.13  | 15,101   | D   |
| Common Stock                    | 10/29/2004                           |  | M                              |   | 14,899 A \$ 22.01   | 30,000   | D   |
| Common Stock                    | 10/29/2004                           |  | S                              |   | 8,936 D \$ 52.05  | 21,064   | D   |

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|              |            |   |       |   |          |        |   |
|--------------|------------|---|-------|---|----------|--------|---|
| Common Stock | 10/29/2004 | S | 200   | D | \$ 52.07 | 20,864 | D |
| Common Stock | 10/29/2004 | S | 1,500 | D | \$ 52.11 | 19,364 | D |
| Common Stock | 10/29/2004 | S | 100   | D | \$ 52.12 | 19,264 | D |
| Common Stock | 10/29/2004 | S | 400   | D | \$ 52.13 | 18,864 | D |
| Common Stock | 10/29/2004 | S | 2,100 | D | \$ 52.15 | 16,764 | D |
| Common Stock | 10/29/2004 | S | 700   | D | \$ 52.17 | 16,064 | D |
| Common Stock | 10/29/2004 | S | 200   | D | \$ 52.16 | 15,864 | D |
| Common Stock | 10/29/2004 | S | 200   | D | \$ 52.18 | 15,664 | D |
| Common Stock | 10/29/2004 | S | 900   | D | \$ 52.21 | 14,764 | D |
| Common Stock | 10/29/2004 | S | 100   | D | \$ 52.2  | 14,664 | D |
| Common Stock | 10/29/2004 | S | 100   | D | \$ 52.19 | 14,564 | D |
| Common Stock | 10/29/2004 | S | 500   | D | \$ 52.3  | 14,064 | D |
| Common Stock | 10/29/2004 | S | 300   | D | \$ 52.25 | 13,764 | D |
| Common Stock | 10/29/2004 | S | 100   | D | \$ 52.31 | 13,664 | D |
| Common Stock | 10/29/2004 | S | 100   | D | \$ 52.32 | 13,564 | D |
| Common Stock | 10/29/2004 | S | 400   | D | \$ 52.33 | 13,164 | D |
| Common Stock | 10/29/2004 | S | 300   | D | \$ 52.41 | 12,864 | D |
| Common Stock | 10/29/2004 | S | 400   | D | \$ 52.35 | 12,464 | D |
| Common Stock | 10/29/2004 | S | 200   | D | \$ 52.36 | 12,264 | D |
| Common Stock | 10/29/2004 | S | 200   | D | \$ 52.4  | 12,064 | D |

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

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(9-02)

**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 Underlying Security (Instr. 3 and 4) |                           |                 |              |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---------------------------|-----------------|--------------|
|  |  |                                      |  | Code                           | V   | (A)  | (D)   | Date Exercisable          | Expiration Date | Title        |
| Non-Qualified Stock Option (right to buy)  | \$ 12.8  | 10/29/2004                           |  | M                              |   | 6,250  |   | 10/17/2001 <sup>(1)</sup> | 04/17/2011      | Common Stock |
| Incentive Stock Option (right to buy)      | \$ 14.13   | 10/29/2004                           |  | M                              |   | 7,626  |   | 09/06/2002 <sup>(1)</sup> | 03/06/2012      | Common Stock |
| Non-Qualified Stock Option (right to buy)  | \$ 14.13   | 10/29/2004                           |  | M                              |   | 1,225  |   | 09/06/2002 <sup>(1)</sup> | 03/06/2012      | Common Stock |
| Non-Qualified Stock Option (right to buy)  | \$ 22.01   | 10/29/2004                           |  | M                              |   | 14,899   |   | 07/10/2003 <sup>(1)</sup> | 01/10/2013      | Common Stock |

## Reporting Owners

| Reporting Owner Name / Address                            | Relationships |           |                                |       |
|---|---------------|-----------|--------------------------------|-------|
|   | Director      | 10% Owner | Officer                        | Other |
| ROCKWELL MICHAEL J<br>50 HIDDEN ROAD<br>ANDOVER, MA 01810 |               |           | SVP & Chief Technology Officer |       |

## Signatures

Mike Rockwell 11/02/2004

\*\*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).
- (1) 12.5% of the option becomes exercisable on the date listed in the "Date Exercisable" column; the remaining 87.5% becomes exercisable in 42 equal monthly installments thereafter.

### Remarks:

This is the first of two Forms 4 filed by the reporting person on the same day.

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.