

BENTIVEGNA JOSEPH
Form 4
November 02, 2004

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 Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BENTIVEGNA JOSEPH

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)
1 WHISTLER LANE
(Street)

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

____ Director
 Officer (give title below) _____ 10% Owner
_____ Other (specify below)
VP of Video Development &

SOUTHBOROUGH, MA 01722
(City) (State) (Zip)

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

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 | 10/29/2004 | | M | | 9,292 | A | \$ 21.4375 | 14,988 | D | |
| Common Stock | 10/29/2004 | | M | | 1,562 | A | \$ 10.4375 | 16,550 | D | |
| Common Stock | 10/29/2004 | | M | | 3,750 | A | \$ 12.8 | 20,300 | D | |
| Common Stock | 10/29/2004 | | M | | 1,875 | A | \$ 14.13 | 22,175 | D | |
| Common Stock | 10/29/2004 | | M | | 9,211 | A | \$ 22.01 | 31,386 | D | |

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| | | | | | | | |
|--------------|------------|---|--------|---|-----------|--------|---|
| Common Stock | 10/29/2004 | M | 3,914 | A | \$ 22.01 | 35,300 | D |
| Common Stock | 10/29/2004 | S | 29,604 | D | \$ 52.722 | 5,696 | D |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(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 Amount of Underlying Security (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------|--------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount |
| Non-Qualified Stock Option (right to buy) | \$ 21.4375 | 10/29/2004 | | M | 9,292 | 12/29/1999 ⁽¹⁾ 12/29/2008 | Common Stock | 9 | |
| Non-Qualified Stock Option (right to buy) | \$ 10.4375 | 10/29/2004 | | M | 1,562 | 01/17/2001 ⁽²⁾ 07/17/2010 | Common Stock | 1 | |
| Non-Qualified Stock Option (right to buy) | \$ 12.8 | 10/29/2004 | | M | 3,750 | 10/17/2001 ⁽²⁾ 04/17/2011 | Common Stock | 3 | |
| Incentive Stock Option (right to buy) | \$ 14.13 | 10/29/2004 | | M | 1,875 | 09/06/2002 ⁽²⁾ 03/06/2012 | Common Stock | 1 | |
| Non-Qualified Stock Option (right to buy) | \$ 22.01 | 10/29/2004 | | M | 9,211 | 07/10/2003 ⁽²⁾ 01/10/2013 | Common Stock | 9 | |
| Incentive Stock Option (right to buy) | \$ 22.01 | 10/29/2004 | | M | 3,914 | 07/10/2003 ⁽²⁾ 01/10/2013 | Common Stock | 3 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BENTIVEGNA JOSEPH 1 WHISTLER LANE SOUTHBOROUGH, MA 01722 | | | VP of Video Development & | |

Signatures

Joseph
Bentivegna 11/02/2004

 Signature of Date
Reporting Person

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) 25% of the option becomes exercisable on the date listed in the "Date Exercisable" column; the remaining 75% becomes exercisable in 12 equal quarterly installments beginning three months after the date listed in the "Date Exercisable" column.
- (2) 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.

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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