

AVID TECHNOLOGY INC  
Form 4  
March 13, 2006

**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 \*  
MILBURY PAUL J

(Last) (First) (Middle)  
21 BEAVER STREET  
(Street)

BOSTON, MA 02108

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/09/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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	03/09/2006		A		7,473 (1) \$ 0	D	
Common Stock	03/10/2006		M		1,137 A \$ 14.13	D	
Common Stock	03/10/2006		M		424 A \$ 14.13	D	
Common Stock	03/10/2006		M		985 A \$ 22.01	D	
Common Stock	03/10/2006		M		3,182 A \$ 22.01	D	

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Common Stock	03/10/2006	S	5,428	D	\$ 46.66	7,873	D
Common Stock	03/10/2006	S	300	D	\$ 46.7267	7,573	D

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 Amount of Underlying Security (Instr. 3 and 4)
Incentive Stock Option (right to buy)	\$ 14.13	03/10/2006		M	1,137	09/06/2002 <sup>(2)</sup> 03/06/2012	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 14.13	03/10/2006		M	424	09/06/2002 <sup>(2)</sup> 03/06/2012	Common Stock
Incentive Stock Option (right to buy)	\$ 22.01	03/10/2006		M	985	07/10/2003 <sup>(2)</sup> 01/10/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 22.01	03/10/2006		M	3,182	07/10/2003 <sup>(2)</sup> 01/10/2013	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MILBURY PAUL J 21 BEAVER STREET BOSTON, MA 02108			VP & Chief Financial Officer	

## Signatures

Paul J. Milbury

03/13/2006

\_\_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).
- (1) Represents restricted stock unit award which shall vest over 4 years at the rate of 25% per year, with the first vesting date on March 9, 2007. This award includes a provision for the automatic withholding of shares to pay the withholding taxes due on each vesting date.
- (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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