Edgar Filing: JACOBS ENGINEERING GROUP INC /DE/ - Form 4

JACOBS ENGINEERING GROUP INC /DE/

Form 4

January 28, 2008

FORM 4

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

OMB

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

3235-0287 Number: January 31, Expires:

OMB APPROVAL

Section 16. Form 4 or Form 5

SECURITIES

Estimated average burden hours per response...

obligations may continue. See Instruction

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

0.5

2005

1(b).

(City)

(State)

(Zip)

(Print or Type Responses)

1. Name and Address of Reporting Person * MARTIN CRAIG L			2. Issuer Name and Ticker or Trading Symbol JACOBS ENGINEERING GROUP INC /DE/ [JEC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(Last) 1111 SOUTH PARKWAY	(First) ARROYO	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/25/2008	_X_ Director 10% Owner Other (specify below) President & CEO
PASADENA,	(Street) CA 91105-		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person

Tunto I Tron Delivery o Securities Frequencia, 210 possessor of the Securities								., ., ., ., .,
		3. 4. Securities Acquired (A)				5. Amount of	6.	7. Nature of
Month/Day/Year)	Execution Date, if	Transactiomr Disposed of (D)				Securities	Ownership	Indirect
	any	Code (Instr. 3, 4 and 5)				Beneficially	Form:	Beneficial
	(Month/Day/Year)	(Instr. 8)				Owned	Direct (D)	Ownership
	•					Following	or Indirect	(Instr. 4)
				(4)		Reported	(I)	
						Transaction(s)	(Instr. 4)	
					~ .	(Instr. 3 and 4)		
		Code V	Amount	(D)	Price	· ·		
11/25/2009		м	107.017	٨	\$	272.005	D	
)1/23/2008		IVI	197,917	Α	9.565	372,003	D	
1 /25 /2000		г	100 576	Ъ	\$	260, 420	Ъ	
11/25/2008		Г	102,576	D	77.18	269,429	D	
1	Transaction Date Month/Day/Year) 1/25/2008 1/25/2008	any (Month/Day/Year) 1/25/2008	Transaction Date 2A. Deemed 3. Month/Day/Year) Execution Date, if any Code (Month/Day/Year) (Instr. 8) Code V 1/25/2008 M	Transaction Date 2A. Deemed 3. 4. Securities Month/Day/Year) Execution Date, if any (Month/Day/Year) (Instr. 3, 4 (Instr. 8) Code V Amount 1/25/2008 M 197,917	Transaction Date 2A. Deemed 3. 4. Securities Acquested Secution Date, if any Code (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8) (A) or Code V Amount (D) 1/25/2008 M 197,917 A	Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) Month/Day/Year) Execution Date, if any (Month/Day/Year) (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8) (A) or Code V Amount (D) Price M 197,917 A \$9.565	Transaction Date Month/Day/Year) A Deemed Securities Acquired (A) Securities Beneficially Owned Following Reported Transaction(s) (Instr. 8) Code V Amount (D) Price M 197,917 A \$ 372,005	Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of 6. Month/Day/Year) Execution Date, if any (Month/Day/Year) (Instr. 8) Code (Instr. 3, 4 and 5) Execution Date, if any (Month/Day/Year) (Instr. 8) Execution Date, if any (Month/Day/Year) (Instr. 8) Execution Date, if any (Instr. 3, 4 and 5) Execution Date, if any (Instr. 3, 4 and 5) Execution Date, if any (Instr. 8) Execution Date, if any (Instr. 3) Execution Date, in any (In

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

De Se	Title of crivative curity astr. 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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Derivative Expiration Date ecurities (Month/Day/Year) Acquired (A) or Disposed of (D) Instr. 3, 4, and		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares
	ock ption	\$ 9.565	01/25/2008		X		197,917	10/11/2001	10/11/2010	Common Stock	197,91

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
MARTIN CRAIG L 1111 SOUTH ARROYO PARKWAY PASADENA, CA 91105-	X		President & CEO				

Signatures

Geoffrey P.
Sanders

**Signature of Reporting Person

O1/28/2008

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) The price of the stock option is zero.

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.

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