

APPLIED BIOSYSTEMS INC.
Form 4
October 17, 2008

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 *
HAYES ROBERT H

2. Issuer Name and Ticker or Trading Symbol
**APPLIED BIOSYSTEMS INC.
[ABI]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
APPLIED BIOSYSTEMS INC., 301 MERRITT 7

3. Date of Earliest Transaction (Month/Day/Year)
10/15/2008

Director 10% Owner
 Officer (give title below) Other (specify below)

(Street)
NORWALK, CT 06851-1070

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) |
|---|--------------------------------------|--|--------------------------------|---|---|--|---|
| Applied Biosystems Group Common Stock Units | | | | | 4,150.66 ⁽¹⁾ <u>(2)</u> | D | |
| Applied Biosystems Group Common Stock | 10/15/2008 | | M | 6,000 A | \$ 16.2216 | 46,799 ⁽²⁾ | D |
| | 10/15/2008 | | F | 3,238 D | \$ 30.05 | 43,561 | D |

Applied
Biosystems
Group
Common
Stock

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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Applied Biosystems Group Director Stock Options-Right to Buy | \$ 16.2216 | 10/15/2008 | | M | 6,000 | 10/18/2000 10/15/2008 | Applied Biosystems Group Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| HAYES ROBERT H APPLIED BIOSYSTEMS INC. 301 MERRITT 7 NORWALK, CT 06851-1070 | X | | | |

Signatures

/s/ Thomas P. Livingston, Attorney-in-Fact for Robert H. Hayes 10/17/2008

__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) Includes 26.15 Applied Biosystems Group Common Stock Units acquired between January 2008 and October 2008 pursuant to the dividend reinvestment feature of the Company's director stock purchase and stock incentive plans.
- (2) Reflects the January 3, 2008, distribution of 4,191.62 Applied Biosystems Group Common Stock Units out of the reporting person's deferral account in the form of a corresponding number of whole shares of Applied Biosystems Group Common Stock.

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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