

APPLIED BIOSYSTEMS INC.
Form 4
November 17, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
WHITE TONY L

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)

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

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

APPLIED BIOSYSTEMS INC., 301 MERRITT 7

11/13/2008

Chairman and CEO

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

NORWALK, CT 06851-1070

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 Ownership (Instr. 4)		
			Code	V	Amount	(D)	Price		
Applied Biosystems Group Common Stock	11/13/2008		M		251,868	A	\$ 20.85	1,032,668.6816	D
Applied Biosystems Group Common Stock	11/13/2008		M		171,399	A	\$ 20.185	1,204,067.6816	D
	11/13/2008		S		300,000	D		904,067.6816	D

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Applied Biosystems Group Common Stock	\$ 29.0732 <u>(1)</u>			
Applied Biosystems Group Common Stock	75,000	I	By Elizabeth Ann White Business Interests, LLLP <u>(2)</u>	
Applied Biosystems Group Common Stock	161,760	I	By Tony Lee White 2007 Grantor Retained Annuity Trust <u>(3)</u>	

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

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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
Applied Biosystems Group Employee Stock Options-Right to Buy	\$ 20.85	11/13/2008		M	251,868	<u>(4)</u> 04/08/2012	Applied Biosystems Group Common Stock
Applied Biosystems	\$ 20.185	11/13/2008		M	171,399	<u>(5)</u> 06/17/2014	Applied Biosystems

Group
Employee
Stock
Options-Right
to Buy

Group
Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WHITE TONY L APPLIED BIOSYSTEMS INC. 301 MERRITT 7 NORWALK, CT 06851-1070	X		Chairman and CEO	

Signatures

/s/ Thomas P. Livingston, Attorney-in-Fact for Tony L.
White

11/17/2008

__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) The price reported is the weighted average sale price in open market transactions at prices ranging from \$29.29 to \$28.70. The reporting person undertakes to provide upon request by the Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

(2) Elizabeth Ann White Business Interests, LLLP, is a family limited partnership (the "FLP"). The reporting person's adult daughter is the sole general partner of the FLP, and the reporting person's wife and a grantor retained annuity trust established by the reporting person are currently the sole limited partners of the FLP.

(3) The reporting person's wife is the sole trustee of the Tony Lee White 2007 Grantor Retained Annuity Trust.

(4) These options originally became exercisable in four equal annual installments, commencing April 8, 2003. Effective January 20, 2005, the vesting of all of these options was accelerated. However, shares received upon the exercise of accelerated options were subject to a restriction on transfer (covering sales, gifts, pledges, and any other method of disposition) that remained in effect for some of the shares until April 8, 2006.

(5) These options originally became exercisable in four equal annual installments, commencing June 17, 2005. Effective January 20, 2005, the vesting of all of these options was accelerated. However, shares received upon the exercise of accelerated options were subject to a restriction on transfer (covering sales, gifts, pledges, and any other method of disposition) that remained in effect for some of the shares until June 17, 2008.

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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