

LANDRY GREGORY J
Form 4
December 14, 2007

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 *
LANDRY GREGORY J

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)

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

(Last) (First) (Middle)

1111 SOUTH ARROYO
PARKWAY

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/13/2007

PASADENA, CA 91105-

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 Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	12/13/2007		M			10,000	A	\$ 8.36	160,038	D	
Common Stock	12/13/2007		M			6,400	A	\$ 9.095	166,438	D	
Common Stock	12/13/2007		M			32,000	A	\$ 16.44	198,438	D	
Common Stock	12/13/2007		M			20,000	A	\$ 19.595	218,438	D	
Common Stock	12/13/2007		M			20,000	A	\$ 19.96	238,438	D	

Edgar Filing: LANDRY GREGORY J - Form 4

Common Stock	12/13/2007	M	15,000	A	\$ 20.375	253,438	D
Common Stock	12/13/2007	M	20,000	A	\$ 23.345	273,438	D
Common Stock	12/13/2007	M	10,000	A	\$ 24.01	283,438	D
Common Stock	12/13/2007	M	5,000	A	\$ 37.35	288,438	D
Common Stock	12/13/2007	F	67,273	D	\$ 96.83	221,165	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 Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 8.36	12/13/2007		X	10,000	05/25/2001	05/25/2010	Common Stock	10,000
Stock Option	\$ 9.095	12/13/2007		X	6,400	05/27/2000	05/27/2009	Common Stock	6,400
Stock Option	\$ 16.44	12/13/2007		X	32,000	06/07/2002	06/07/2011	Common Stock	32,000
Stock Option	\$ 19.595	12/13/2007		X	20,000	05/24/2003	05/24/2012	Common Stock	20,000
Stock Option	\$ 19.96	12/13/2007		X	20,000	05/22/2004	05/22/2013	Common Stock	20,000
Stock Option	\$ 20.375	12/13/2007		X	15,000	10/28/2005	10/28/2011	Common Stock	15,000
Stock Option	\$ 23.345	12/13/2007		X	20,000	06/24/2005	06/24/2011	Common Stock	20,000

