

☐ 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>KRALL DAVID</u>  (Last) (First) (Middle) <u>19720 THREE OAKS WAY</u>  (Street) <u>SARATOGA CA 95070</u>  (City) (State) (Zip)	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>AVID TECHNOLOGY INC [ AVID ]</u>  3. Date of Earliest Transaction (Month/Day/Year) <u>11/21/2005</u>  4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director 10% Owner  <input checked="" type="checkbox"/> Officer (give title below) Other (specify below)  <u>President &amp; CEO</u>  6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person  Form filed by More than One Reporting Person
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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	11/21/2005		M		10,050	A	\$11.375	47,505	D	
Common Stock	11/21/2005		M		1,421	A	\$11.375	48,926	D	
Common Stock	11/21/2005		M		10,000	A	\$12.8	58,926	D	
Common Stock	11/21/2005		S		815	D	\$50.58	58,111	D	
Common Stock	11/21/2005		S		400	D	\$50.57	57,711	D	
Common Stock	11/21/2005		S		700	D	\$50.56	57,011	D	
Common Stock	11/21/2005		S		1,300	D	\$50.55	55,711	D	
Common Stock	11/21/2005		S		140	D	\$50.54	55,571	D	
Common Stock	11/21/2005		S		600	D	\$50.51	54,971	D	
Common Stock	11/21/2005		S		1,340	D	\$50.5	53,631	D	
Common Stock	11/21/2005		S		200	D	\$50.48	53,431	D	
Common Stock	11/21/2005		S		1,660	D	\$50.47	51,771	D	
Common Stock	11/21/2005		S		10,745	D	\$50.46	41,026	D	
Common Stock	11/21/2005		S		2,100	D	\$50.45	38,926	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Incentive Stock Option (right to buy)	\$11.375	11/21/2005		M			10,050	05/09/2001	11/09/2009	Common Stock	10,050	\$0	0	D	
Incentive Stock Option (right to buy)	\$11.375	11/21/2005		M			1,421	10/25/2000	04/25/2010	Common Stock	1,421	\$0	0	D	
Incentive Stock Option (right to buy)	\$12.8	11/21/2005		M			10,000	10/17/2001	04/17/2011 <sup>(1)</sup>	Common Stock	10,000	\$0	13,436	D	

Explanation of Responses:

1. 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.

Remarks:

[David A. Krall](#)  
\*\* Signature of Reporting Person

[11/22/2005](#)  
Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**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 Number.**