SUN MICROSYSTEMS, INC.

Form 4

August 01, 2007

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

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**OMB APPROVAL** 

response...

subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

if no longer

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* MacGowan William N

2. Issuer Name and Ticker or Trading

Issuer

Symbol

SUN MICROSYSTEMS, INC. [SUNW]

(Check all applicable)

5. Relationship of Reporting Person(s) to

(Last)

(City)

(First)

(Street)

(State)

(Middle)

(Zip)

3. Date of Earliest Transaction

4. If Amendment, Date Original

Director

10% Owner Other (specify

(Month/Day/Year) 4150 NETWORK CIRCLE

07/28/2007

X\_ Officer (give title below) Chief HR Officer & EVP

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

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

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

SANTA CLARA, CA 95054

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

3. 4. Securities Acquired 5. Amount of Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)

6. Ownership 7. Nature of Securities Form: Direct Indirect Beneficially (D) or Beneficial Indirect (I) Ownership Owned Following (Instr. 4) (Instr. 4) Reported

D

(A) or Code V Amount

(D) Price

Transaction(s) (Instr. 3 and 4)

Common 07/28/2007 Stock

F 2.559 D 172,191 (10)

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

### Edgar Filing: SUN MICROSYSTEMS, INC. - Form 4

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. Transact Code (Instr. 8)		OF DESCRIPTION OF COMMENTS OF	Number	Exp (Mo	Date Exer viration D onth/Day/		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	V	(4	A) (D)	Dat Exe	e rcisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy) (1)	\$ 17								<u>(2)</u>	08/11/2007	Common Stock	40,000
Employee Stock Option (Right to Buy) (1)	\$ 40								(2)	04/12/2008	Common Stock	12,000
Employee Stock Option (Right to Buy) (1)	\$ 45.0313								<u>(2)</u>	06/13/2008	Common Stock	24,000
Employee Stock Option (Right to Buy) (1)	\$ 18.58								<u>(2)</u>	04/18/2009	Common Stock	15,000
Employee Stock Option (Right to Buy) (1)	\$ 16.25								(2)	06/13/2009	Common Stock	5,000
Employee Stock Option (Right to Buy) (1)	\$ 7.91								(2)	09/27/2009	Common Stock	18,000
Employee Stock Option (Right to Buy) (1)	\$ 12.59								<u>(2)</u>	11/07/2009	Common Stock	30,000

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### Edgar Filing: SUN MICROSYSTEMS, INC. - Form 4

Employee Stock Option (Right to Buy) (1)	\$ 12.59	<u>(2)</u>	11/07/2009	Common Stock	30,000
Employee Stock Option (Right to Buy) (1)	\$ 9.14	(2)	03/19/2010	Common Stock	200
Employee Stock Option (Right to Buy) (1)	\$ 9.14	(2)	03/19/2010	Common Stock	15,000
Employee Stock Option (Right to Buy) (1)	\$ 3.7	(3)	07/25/2010	Common Stock	40,000
Employee Stock Option (Right to Buy) (1)	\$ 4.2	<u>(4)</u>	05/21/2011	Common Stock	30,000
Employee Stock Option (Right to Buy) (1)	\$ 4.208	<u>(5)</u>	11/13/2011	Common Stock	40,000
Employee Stock Option (Right to Buy) (1)	\$ 3.9	<u>(6)</u>	04/30/2012	Common Stock	300,000
Employee Stock Option (Right to Buy) (1)	\$ 3.79	<u>(7)</u>	07/29/2012	Common Stock	100,000
Employee Stock Option (Right to Buy) (1)	\$ 3.85	(8)	07/28/2013	Common Stock	300,000
	\$ 4.26	<u>(9)</u>	07/27/2016		400,000

Employee Common Stock Stock Option

(Right to Buy)  $\underline{^{(1)}}$ 

# **Reporting Owners**

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

MacGowan William N 4150 NETWORK CIRCLE SANTA CLARA, CA 95054

Chief HR Officer & EVP

# **Signatures**

/s/ William N. 07/31/2007 MacGowan

\*\*Signature of Reporting Date
Person

### **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) This option was granted under the Sun Microsystems, Inc. 1990 Long-Term Equity Incentive Plan.
- (2) Immediately.
- (3) This option vests and becomes exercisable in five equal annual installments of 8,000 shares beginning on July 25, 2003.
- (4) This option vests and becomes exercisable in five equal annual installments of 6,000 shares beginning on May 21, 2004.
- (5) This option vests and becomes exercisable in five equal annual installments of 8,000 shares beginning on November 13, 2004.
- (6) This option vests and becomes exercisable in five equal annual installments of 60,000 shares beginning on April 30, 2005.
- (7) This option vests and becomes exercisable in five equal annual installments of 20,000 shares beginning on July 29, 2005.
- (8) This option vests and becomes exercisable in five equal annual installments of 60,000 shares beginning on July 28, 2006.
- (9) This option vests and becomes exercisable in five equal annual installments of 80,000 shares beginning on July 27, 2007.
- (10) Includes 129,000 shares of unvested restricted stock.

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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