

Gadre Anil P
Form 4
August 01, 2008

FORM 4

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

OMB APPROVAL

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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 *
Gadre Anil P

2. Issuer Name and Ticker or Trading Symbol
SUN MICROSYSTEMS, INC.
[JAVA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
4150 NETWORK CIRCLE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/30/2008

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP & Chief Marketing Officer

SANTA CLARA, CA 95054
(City) (State) (Zip)

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

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	07/30/2008		A ⁽²⁾		12,375	A	\$ 0.0007
Common Stock	07/30/2008		F ⁽³⁾		1,107	D	\$ 10.63
Common Stock	07/30/2008		A ⁽⁴⁾		69,300	A	\$ 0.0007
							90,341
							89,234
							158,534 ⁽⁵⁾

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

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SEC 1474 (9-02)

number.

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)	8. Fair Market Value of Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 74.32					<u>(1)</u> 04/18/2009		Common Stock	6,250
Employee Stock Option (Right to Buy)	\$ 65					<u>(1)</u> 06/13/2009		Common Stock	2,500
Employee Stock Option (Right to Buy)	\$ 31.64					<u>(1)</u> 09/27/2009		Common Stock	5,625
Employee Stock Option (Right to Buy)	\$ 50.36					<u>(1)</u> 11/07/2009		Common Stock	7,500
Employee Stock Option (Right to Buy)	\$ 50.36					<u>(1)</u> 11/07/2009		Common Stock	7,500
Employee Stock Option (Right to Buy)	\$ 36.56					<u>(1)</u> 03/19/2010		Common Stock	50

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Employee Stock Option (Right to Buy)	\$ 36.56	<u>(1)</u>	03/19/2010	Common Stock	5,625
Employee Stock Option (Right to Buy)	\$ 28.28	<u>(1)</u>	05/14/2010	Common Stock	4,900
Employee Stock Option (Right to Buy)	\$ 14.8	<u>(1)</u>	07/25/2010	Common Stock	15,000
Employee Stock Option (Right to Buy)	\$ 16.8	<u>(1)</u>	05/21/2011	Common Stock	8,750
Employee Stock Option (Right to Buy)	\$ 16.832	<u>(1)</u>	11/13/2011	Common Stock	25,000
Employee Stock Option (Right to Buy)	\$ 15.16	<u>(1)</u>	07/29/2012	Common Stock	75,000
Employee Stock Option (Right to Buy)	\$ 15.4	<u>(1)</u>	07/28/2013	Common Stock	75,000
Employee Stock Option (Right to Buy)	\$ 17.04	<u>(1)</u>	07/27/2014	Common Stock	100,000
Employee Stock Option (Right to Buy)	\$ 20.4	<u>(1)</u>	07/31/2017	Common Stock	100,000

