

SUN MICROSYSTEMS, INC.
 Form 4
 November 14, 2007

FORM 4

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

OMB APPROVAL

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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 *
 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)
 11/12/2007

____ 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 11/12/2007 | | S(10) | 0.5 | D | \$ 53,928 (1) | 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)

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| 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. F Der Sec (Ins | |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (Right to Buy) ⁽²⁾ | \$ 160 | | | | | ⁽³⁾ 04/12/2008 | | Common Stock | 10,000 |
| Employee Stock Option (Right to Buy) ⁽²⁾ | \$ 74.32 | | | | | ⁽³⁾ 04/18/2009 | | Common Stock | 6,250 |
| Employee Stock Option (Right to Buy) ⁽²⁾ | \$ 65 | | | | | ⁽³⁾ 06/13/2009 | | Common Stock | 2,500 |
| Employee Stock Option (Right to Buy) ⁽²⁾ | \$ 31.64 | | | | | ⁽³⁾ 09/27/2009 | | Common Stock | 5,625 |
| Employee Stock Option (Right to Buy) ⁽²⁾ | \$ 50.36 | | | | | ⁽³⁾ 11/07/2009 | | Common Stock | 7,500 |
| Employee Stock Option (Right to Buy) ⁽²⁾ | \$ 50.36 | | | | | ⁽³⁾ 11/07/2009 | | Common Stock | 7,500 |
| Employee Stock Option (Right to Buy) ⁽²⁾ | \$ 36.56 | | | | | ⁽³⁾ 03/19/2010 | | Common Stock | 50 |

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| | | | | | |
|---|-----------|------------|------------|-----------------|---------|
| Employee Stock Option (Right to Buy) <u>(2)</u> | \$ 36.56 | <u>(3)</u> | 03/19/2010 | Common Stock | 5,625 |
| Employee Stock Option (Right to Buy) <u>(2)</u> | \$ 28.28 | <u>(3)</u> | 05/14/2010 | Common Stock | 4,900 |
| Employee Stock Option (Right to Buy) <u>(2)</u> | \$ 14.8 | <u>(3)</u> | 07/25/2010 | Common Stock | 15,000 |
| Employee Stock Option (Right to Buy) <u>(2)</u> | \$ 16.8 | <u>(4)</u> | 05/21/2011 | Common Stock | 8,750 |
| Employee Stock Option (Right to Buy) <u>(2)</u> | \$ 16.832 | <u>(5)</u> | 11/13/2011 | Common Stock | 25,000 |
| Employee Stock Option (Right to Buy) <u>(2)</u> | \$ 15.16 | <u>(6)</u> | 07/29/2012 | Common Stock | 75,000 |
| Employee Stock Option (Right to Buy) <u>(2)</u> | \$ 15.4 | <u>(7)</u> | 07/28/2013 | Common Stock | 75,000 |
| Employee Stock Option (Right to Buy) <u>(2)</u> | \$ 17.04 | <u>(8)</u> | 07/27/2014 | Common Stock | 100,000 |
| Employee Stock Option (Right to Buy) <u>(2)</u> | \$ 20.4 | <u>(9)</u> | 07/31/2017 | Common Stock | 100,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Gadre Anil P 4150 NETWORK CIRCLE SANTA CLARA, CA 95054 | | | EVP & Chief Marketing Officer | |

Signatures

/s/ Anil P. Gadre 11/13/2007

__Signature of Date
Reporting 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 includes 4,125 shares of unvested restricted stock.
- (2) This option was granted under the Sun Microsystems, Inc. 1990 Long-Term Equity Incentive Plan.
- (3) Immediately.
- (4) The remainder of this option vests in one annual installment of 1,750 shares on the fifth anniversary of the date of grant.
- (5) The remainder of this option vests in two equal annual installments of 5,000 shares on each of the fourth and fifth anniversaries of the date of grant.
- (6) The remainder of this option vests in two equal annual installments of 15,000 shares on each of the fourth and fifth anniversaries of the date of grant.
- (7) The remainder of this option vests in three equal annual installments of 15,000 shares on each of the third, fourth and fifth anniversaries of the date of grant.
- (8) The remainder of this option vests in four equal annual installments of 20,000 shares on each of the second, third, fourth and fifth anniversaries of the date of grant.
- (9) This option vests and becomes exercisable in five equal annual installments of 20,000 shares beginning on July 31, 2008.
- (10) This transaction represents the purchase by Sun Microsystems, Inc. of a fractional share of Common Stock resulting from the company's one-for-four reverse stock split effective November 12, 2007 at a purchase price of \$20.71 per share, which was the average closing price as reported on NASDAQ for the four trading days preceding the effective date.

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.