

Splain Michael E
 Form 4
 May 06, 2009

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 *
 Splain Michael E

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)
 05/02/2009

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 EVP, Microelectronics

SANTA CLARA, CA 95054

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock	04/30/2009		F	1,341 D \$ 9.16	89,130 ⁽¹⁾	D	
Common Stock					10,000	I	Shares held by Michael E. Splain & Donna M. Splain JT/WROS

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

SEC 1474 (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)

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. Price or 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)	\$ 65					(2) 06/13/2009		Common Stock	2,500
Employee Stock Option (Right to Buy)	\$ 31.64					(2) 09/27/2009		Common Stock	3,750
Employee Stock Option (Right to Buy)	\$ 50.36					(2) 11/07/2009		Common Stock	6,250
Employee Stock Option (Right to Buy)	\$ 50.36					(2) 11/07/2009		Common Stock	6,250
Employee Stock Option (Right to Buy)	\$ 36.56					(2) 03/19/2010		Common Stock	50
Employee Stock Option	\$ 36.56					(2) 03/19/2010		Common Stock	3,750

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(Right to Buy)					
Employee Stock Option (Right to Buy)	\$ 14.8	<u>(2)</u>	07/25/2010	Common Stock	7,500
Employee Stock Option (Right to Buy)	\$ 14.8	<u>(2)</u>	07/25/2010	Common Stock	11,250
Employee Stock Option (Right to Buy)	\$ 16.8	<u>(2)</u>	05/21/2011	Common Stock	11,250
Employee Stock Option (Right to Buy)	\$ 16.832	<u>(2)</u>	11/13/2011	Common Stock	11,250
Employee Stock Option (Right to Buy)	\$ 15	<u>(2)</u>	05/18/2012	Common Stock	10,000
Employee Stock Option (Right to Buy)	\$ 15.76	<u>(2)</u>	09/17/2012	Common Stock	12,500
Employee Stock Option (Right to Buy)	\$ 18.4	<u>(2)</u>	11/10/2012	Common Stock	5,000
Employee Stock Option (Right to Buy)	\$ 16.48	<u>(2)</u>	01/27/2013	Common Stock	15,000
Employee Stock Option (Right to Buy)	\$ 15.4	<u>(2)</u>	07/28/2013	Common Stock	20,750

