

PLAGA BARRY J

Form 4

February 06, 2006

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
PLAGA BARRY J

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

4150 NETWORK CIRCLE

(Street)

SANTA CLARA, CA 95054

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
02/02/2006

4. If Amendment, Date Original
Filed(Month/Day/Year)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
VP & Corporate Controller

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

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 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)
Common Stock	02/02/2006		M	V Amount (A) or (D) Price 28,373 A \$ 3.02	53,573	D	
Common Stock	02/02/2006		M	15,088 A \$ 3.02	68,661	D	
Common Stock	02/02/2006		S	36,161 D \$ 4.53	32,500	D	
Common Stock	02/02/2006		S	7,300 D \$ 4.54	25,200	D	
Common Stock	02/06/2006		G	V 200 D \$ 0	25,000	D	

Edgar Filing: PLAGA BARRY J - Form 4

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)

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (Right to Buy) ⁽¹⁾	\$ 4.92					⁽²⁾ 11/06/2011	Common Stock 66,581
Employee Stock Option (Right to Buy) ⁽¹⁾	\$ 4.92					⁽²⁾ 11/06/2011	Common Stock 49,317
Employee Stock Option (Right to Buy) ⁽¹⁾	\$ 2.6					⁽²⁾ 05/13/2012	Common Stock 7,243
Employee Stock Option (Right to Buy) ⁽¹⁾	\$ 3.02	02/02/2006		M	28,373	⁽³⁾ 01/21/2015	Common Stock 113,491
Employee Stock Option (Right to Buy) ⁽¹⁾	\$ 3.02	02/02/2006		M	15,088	⁽⁴⁾ 01/21/2015	Common Stock 60,355
Employee Stock Option (Right to	\$ 3.9					⁽⁶⁾ 10/27/2013	Common Stock 50,000

Buy) ⁽⁵⁾

Employee

Stock

Option \$ 4.44

(Right to

Buy) ⁽⁷⁾⁽⁸⁾

01/25/2016

Common
Stock

75,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PLAGA BARRY J 4150 NETWORK CIRCLE SANTA CLARA, CA 95054			VP & Corporate Controller	

Signatures

/s/ Barry J.

Plaga

02/06/2006

 Signature of
Reporting Person

Date

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) Option granted under the SeeBeyond Technology Corporation 1998 Stock Plan.

(2) Immediately.

(3) The remainder of this option vests and becomes exercisable as follows: (i) with respect to 15,089 shares on January 21, 2007; (ii) with respect to 15,089 shares on January 21, 2008; and (ii) with respect to 15,089 shares on January 20, 2009.

(4) The remainder of this option vests and becomes exercisable as follows: (i) with respect to 28,373 shares on January 21, 2007; (ii) with respect to 28,373 shares on January 21, 2008; and (ii) with respect to 28,372 shares on January 20, 2009.

(5) Option granted under the Sun Microsystems, Inc. 1996 Equity Compensation Acquisition Plan.

(6) This option vests and becomes exercisable in five equal annual installments of 10,000 shares beginning on October 3, 2006.

(7) Option granted under the Sun Microsystems, Inc. 1990 Long-Term Equity Incentive Plan.

(8) This option vests and becomes exercisable in five equal annual installments of 15,000 shares beginning on January 25, 2007.

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.