

SUN MICROSYSTEMS, INC.

Form 4

October 31, 2005

**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 \*  
FISHER ROBERT 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)

3. Date of Earliest Transaction  
(Month/Day/Year)  
10/27/2005

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       |                                         |                                                             | Code                                    | V Amount (D) Price                                                         | 577,600                                                                                                            | 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)**

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)         | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                                     | 8. D<br>S<br>(I |
|-------------------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|--------------------|---------------------------------------------------------------------|-------------------------------------|-----------------|
|                                                             |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                    | Date<br>Exercisable                                            | Expiration<br>Date | Title                                                               | Amount<br>or<br>Number<br>of Shares |                 |
| Director<br>Stock<br>Option<br>(Right to<br>Buy) <u>(1)</u> | \$ 50.1563                                                         |                                         |                                                             |                                      |                                                                                                              | <u>(2)</u>                                                     | 11/08/2005         | Common<br>Stock                                                     | 20,000                              |                 |
| Director<br>Stock<br>Option<br>(Right to<br>Buy) <u>(1)</u> | \$ 12.59                                                           |                                         |                                                             |                                      |                                                                                                              | <u>(3)</u>                                                     | 11/07/2006         | Common<br>Stock                                                     | 10,000                              |                 |
| Director<br>Stock<br>Option<br>(Right to<br>Buy) <u>(1)</u> | \$ 3.4                                                             |                                         |                                                             |                                      |                                                                                                              | <u>(4)</u>                                                     | 11/07/2007         | Common<br>Stock                                                     | 10,000                              |                 |
| Director<br>Stock<br>Option<br>(Right to<br>Buy) <u>(1)</u> | \$ 4.208                                                           |                                         |                                                             |                                      |                                                                                                              | <u>(5)</u>                                                     | 11/13/2008         | Common<br>Stock                                                     | 10,000                              |                 |
| Director<br>Stock<br>Option<br>(Right to<br>Buy) <u>(1)</u> | \$ 4.6                                                             |                                         |                                                             |                                      |                                                                                                              | <u>(6)</u>                                                     | 11/10/2009         | Common<br>Stock                                                     | 10,000                              |                 |
| Director<br>Stock<br>Option<br>(Right to<br>Buy) <u>(1)</u> | \$ 3.9                                                             | 10/27/2005                              |                                                             | A                                    | 10,000                                                                                                       | <u>(7)</u>                                                     | 10/27/2010         | Common<br>Stock                                                     | 10,000                              |                 |

## Reporting Owners

| Reporting Owner Name / Address | Relationships |           |         |       |
|--------------------------------|---------------|-----------|---------|-------|
|                                | Director      | 10% Owner | Officer | Other |

FISHER ROBERT J  
4150 NETWORK CIRCLE X  
SANTA CLARA, CA 95054

## Signatures

/s/ Robert J. Fisher 10/27/2005

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) Granted under Sun Microsystems, Inc. 1988 Directors' Stock Option Plan.
- This option originally vested in four equal annual installments on the anniversary date of the grant, November 8, 2000, or the date of
- (2) Sun's Annual Meeting of Stockholders, whichever was earlier. Effective May 30, 2005, Sun accelerated the vesting schedules for all stock options outstanding as of that date with exercise prices of \$6.00 or more, including this option.
- This option originally vested in four equal annual installments on the anniversary date of the grant, November 7, 2001, or the date of
- (3) Sun's Annual Meeting of Stockholders, whichever was earlier. Effective May 30, 2005, Sun accelerated the vesting schedules for all stock options outstanding as of that date with exercise prices of \$6.00 or more, including this option.
- (4) This option vests in four equal annual installments on the anniversary date of the grant, November 7, 2002, or the date of Sun's Annual Meeting of Stockholders, whichever is earlier.
- (5) This option vests in four equal annual installments on the anniversary date of the grant, November 13, 2003, or the date of Sun's Annual Meeting of Stockholders, whichever is earlier.
- (6) This option vests in four equal annual installments on the anniversary date of the grant, November 10, 2004, or the date of Sun's Annual Meeting of Stockholders, whichever is earlier.
- (7) This option vests in four equal annual installments on the anniversary date of the grant, October 27, 2005, or the date of Sun's Annual Meeting of Stockholders, whichever is earlier.

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.