

SUN MICROSYSTEMS, INC.

Form 3

September 15, 2006

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF 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 *

YEN DAVID W

(Last) (First) (Middle)

4150 NETWORK CIRCLE

(Street)

SANTA CLARA, CA 95054

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

09/05/2006

3. Issuer Name and Ticker or Trading Symbol

SUN MICROSYSTEMS, INC. [SUNW]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

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

EVP, Storage Group

5. 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 Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

446,360 ⁽¹⁾

D

A

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

SEC 1473 (7-02)

**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.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative
Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)Date Exercisable Expiration
Date3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)Title Amount or
Number of4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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				Shares		(I) (Instr. 5)	
Employee Stock Option (Right to Buy) (2)	06/16/2000 ⁽³⁾	06/16/2007	Common Stock	32,000	\$ 14.6094	D	Â
Employee Stock Option (Right to Buy) (2)	12/15/2000 ⁽³⁾	12/15/2007	Common Stock	100,000	\$ 36.7188	D	Â
Employee Stock Option (Right to Buy) (2)	04/12/2001 ⁽³⁾	04/12/2008	Common Stock	26,000	\$ 40	D	Â
Employee Stock Option (Right to Buy) (2)	08/16/2001 ⁽³⁾	08/16/2008	Common Stock	30,000	\$ 57.6875	D	Â
Employee Stock Option (Right to Buy) (2)	12/13/2001 ⁽³⁾	12/13/2008	Common Stock	250,000	\$ 31.75	D	Â
Employee Stock Option (Right to Buy) (2)	06/13/2002 ⁽³⁾	06/13/2009	Common Stock	20,000	\$ 16.25	D	Â
Employee Stock Option (Right to Buy) (2)	06/13/2002 ⁽³⁾	06/13/2009	Common Stock	250,000	\$ 16.25	D	Â
Employee Stock Option (Right to Buy) (2)	09/27/2002 ⁽³⁾	09/27/2009	Common Stock	20,000	\$ 7.91	D	Â
Employee Stock Option (Right to Buy) (2)	11/07/2002 ⁽³⁾	11/07/2009	Common Stock	50,000	\$ 12.59	D	Â
Employee Stock Option (Right to Buy) (2)	11/07/2002 ⁽³⁾	11/07/2009	Common Stock	50,000	\$ 12.59	D	Â
Employee Stock Option (Right to Buy) (2)	03/19/2003 ⁽³⁾	03/19/2010	Common Stock	200	\$ 9.14	D	Â
Employee Stock Option (Right to Buy) (2)	03/19/2003 ⁽³⁾	03/19/2010	Common Stock	20,000	\$ 9.14	D	Â
Employee Stock Option (Right to Buy) (2)	05/02/2003 ⁽³⁾	05/02/2012	Common Stock	200,000	\$ 6.45	D	Â
Employee Stock Option (Right to Buy) (2)	07/25/2003 ⁽⁴⁾	07/25/2012	Common Stock	300,000	\$ 3.7	D	Â

Employee Stock Option (Right to Buy) (2)	07/23/2004 ⁽⁵⁾ (2)	07/23/2013	Common Stock	500,000	\$ 3.85	D	Â
Employee Stock Option (Right to Buy) (2)	07/29/2005 ⁽⁶⁾ (2)	07/29/2012	Common Stock	400,000	\$ 3.79	D	Â
Employee Stock Option (Right to Buy) (2)	01/27/2006 ⁽⁷⁾ (2)	01/27/2013	Common Stock	200,000	\$ 4.12	D	Â
Employee Stock Option (Right to Buy) (2)	07/28/2006 ⁽⁸⁾ (2)	07/28/2013	Common Stock	300,000	\$ 3.85	D	Â
Employee Stock Option (Right to Buy) (2)	07/27/2007 ⁽⁹⁾ (2)	07/27/2014	Common Stock	500,000	\$ 4.26	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
YEN DAVID W 4150 NETWORK CIRCLE SANTA CLARA, CA 95054	Â	Â	Â	EVP, Storage Group Â

Signatures

/s/ David W.
Yen

09/15/2006

__Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 163,750 shares of unvested restricted stock.
- (2) This option was granted under the Sun Microsystems, Inc. 1990 Long-Term Equity Incentive Plan.
- (3) Immediately.
- (4) This option vests and becomes exercisable in five equal annual installments of 60,000 shares beginning on July 25, 2003.
- (5) This option vests and becomes exercisable in five equal annual installments of 100,000 shares beginning on July 23, 2004.
- (6) This option vests and becomes exercisable in five equal annual installments of 80,000 shares beginning on July 29, 2005.
- (7) This option vests and becomes exercisable in five equal annual installments of 40,000 shares beginning on January 27, 2006.
- (8) This option vests and becomes exercisable in five equal annual installments of 60,000 shares beginning on July 28, 2006.
- (9) This option vests and becomes exercisable in five equal annual installments of 100,000 shares beginning on July 27, 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.