

Edgar Filing: SUN MICROSYSTEMS, INC. - Form 4

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 of Derivative Security (Instr. 5)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Director Stock Option (Right to Buy)	\$ 16.832							(3)	11/13/2008	Common Stock	2,500
Director Stock Option (Right to Buy)	\$ 18.4							(3)	11/10/2009	Common Stock	2,500
Director Stock Option (Right to Buy)	\$ 15.6							(3)	10/27/2010	Common Stock	2,500
Director Stock Option (Right to Buy)	\$ 21.32							(3)	11/02/2011	Common Stock	2,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BARKSDALE JAMES L 4150 NETWORK CIRCLE SANTA CLARA, CA 95054	X			

Signatures

/s/ James L.
Barksdale

11/06/2008

 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) This includes 46,307 shares of unvested restricted stock units.

(2) These shares are held by a charitable remainder trust for which Mr. Barksdale serves as trustee. Mr. Barksdale disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

(3) This option vests and becomes exercisable in five equal annual installments beginning on the first anniversary of the date of grant.

(4) This restricted stock unit vests and becomes exercisable in five equal annual installments beginning on the first anniversary of the date of grant.

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.