

Sutphin Brian Joseph
Form 3
October 13, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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 *

^ Sutphin Brian Joseph
(Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)
10/02/2009

3. Issuer Name **and** Ticker or Trading Symbol
SUN MICROSYSTEMS, INC. [JAVA]

4. Relationship of Reporting Person(s) to Issuer

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

10 NETWORK CIRCLE,^ M/S:
UMPK10-147

(Street)

(Check all applicable)

___ Director ___ 10% Owner
X Officer ___ Other
(give title below) (specify below)
EVP, Corporate Dev. & Alliance

MENLO PARK,^ CA^ 94025

(City) (State) (Zip)

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

100,661 ⁽¹⁾

D ^

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

SEC 1473 (7-02)

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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)

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)
Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D)

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	Â (2)	11/07/2009	Common Stock	3,125	\$ 50.36	D	Â
Employee Stock Option (Right to Buy)	Â (2)	11/07/2009	Common Stock	3,125	\$ 50.36	D	Â
Employee Stock Option (Right to Buy)	Â (2)	03/19/2010	Common Stock	50	\$ 36.56	D	Â
Employee Stock Option (Right to Buy)	Â (2)	03/19/2010	Common Stock	2,500	\$ 36.56	D	Â
Employee Stock Option (Right to Buy)	Â (2)	07/25/2010	Common Stock	750	\$ 14.8	D	Â
Employee Stock Option (Right to Buy)	Â (2)	05/21/2011	Common Stock	1,150	\$ 16.8	D	Â
Employee Stock Option (Right to Buy)	Â (2)	11/13/2011	Common Stock	3,500	\$ 16.832	D	Â
Employee Stock Option (Right to Buy)	Â (2)	07/29/2012	Common Stock	45,000	\$ 15.16	D	Â
Employee Stock Option (Right to Buy)	Â (2)	07/28/2013	Common Stock	60,000	\$ 15.4	D	Â
Employee Stock Option (Right to Buy)	Â (2)	07/27/2014	Common Stock	85,000	\$ 17.04	D	Â
Employee Stock Option (Right to Buy)	Â (2)	07/31/2015	Common Stock	100,000	\$ 20.4	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sutphin Brian Joseph 10 NETWORK CIRCLE M/S: UMPK10-147 MENLO PARK, CA 94025	Â	Â	Â EVP, Corporate Dev. & Alliance	Â

Signatures

Brian J. Sutphin 10/13/2009

____Signature of Date
Reporting Person

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 66,130 shares of unvested restricted stock units.

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(2) This option 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.

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