

SUN MICROSYSTEMS, INC.

Form 3/A

September 25, 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 *

Â Fowler John F

(Last)

(First)

(Middle)

4150 NETWORK CIRCLE

(Street)

SANTA CLARA,Â CAÂ 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, Systems Group

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

09/15/2006

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

137,048 ⁽¹⁾

D

Â

Common Stock

9,834

I

Shares held by wife.

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

SEC 1473 (7-02)

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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)3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)4. Conversion
or Exercise
Price of
Derivative5. Ownership
Form of
Derivative
Security:6. Nature of
Indirect Beneficial
Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy) <u>(2)</u>	11/11/1999 ⁽³⁾	11/11/2006	Common Stock	24,000	\$ 7.8672	D	Â
Employee Stock Option (Right to Buy) <u>(2)</u>	04/20/2000 ⁽³⁾	04/20/2007	Common Stock	4,000	\$ 12.5313	D	Â
Employee Stock Option (Right to Buy) <u>(2)</u>	08/11/2000 ⁽³⁾	08/11/2007	Common Stock	8,000	\$ 17	D	Â
Employee Stock Option (Right to Buy) <u>(2)</u>	11/10/2000 ⁽³⁾	11/10/2007	Common Stock	20,000	\$ 28.0782	D	Â
Employee Stock Option (Right to Buy) <u>(2)</u>	04/12/2001 ⁽³⁾	04/12/2008	Common Stock	10,000	\$ 40	D	Â
Employee Stock Option (Right to Buy) <u>(2)</u>	04/18/2002 ⁽³⁾	04/18/2009	Common Stock	8,000	\$ 18.58	D	Â
Employee Stock Option (Right to Buy) <u>(2)</u>	09/27/2002 ⁽³⁾	09/27/2009	Common Stock	10,000	\$ 7.91	D	Â
Employee Stock Option (Right to Buy) <u>(2)</u>	11/07/2002 ⁽³⁾	11/07/2009	Common Stock	25,000	\$ 12.59	D	Â
Employee Stock Option (Right to Buy) <u>(2)</u>	11/07/2002 ⁽³⁾	11/07/2009	Common Stock	25,000	\$ 12.59	D	Â
Employee Stock Option (Right to Buy) <u>(2)</u>	03/19/2003 ⁽³⁾	03/19/2010	Common Stock	200	\$ 9.14	D	Â
Employee Stock Option (Right to Buy) <u>(2)</u>	03/19/2003 ⁽³⁾	03/19/2010	Common Stock	5,000	\$ 9.14	D	Â
Employee Stock Option (Right to Buy) <u>(2)</u>	07/25/2003 ⁽⁴⁾	07/25/2010	Common Stock	8,000	\$ 3.7	D	Â
Employee Stock Option (Right to Buy) <u>(2)</u>	07/25/2003 ⁽⁵⁾	07/25/2010	Common Stock	26,883	\$ 3.7	D	Â
Employee Stock	05/21/2004 ⁽⁶⁾	05/21/2011	Common	30,000	\$ 4.2	D	Â

Option (Right to Buy) (2)			Stock				
Employee Stock Option (Right to Buy) (2)	11/13/2004 ⁽⁷⁾	11/13/2011	Common Stock	25,000	\$ 4.208	D	Â
Employee Stock Option (Right to Buy) (2)	07/29/2005 ⁽⁸⁾	07/29/2012	Common Stock	300,000	\$ 3.79	D	Â
Employee Stock Option (Right to Buy) (2)	07/28/2006 ⁽⁹⁾	07/28/2013	Common Stock	300,000	\$ 3.85	D	Â
Employee Stock Option (Right to Buy) (2)	07/27/2007 ⁽¹⁰⁾	07/27/2014	Common Stock	500,000	\$ 4.26	D	Â
Employee Stock Option (Right to Buy) (2)	11/11/1999 ⁽³⁾	11/11/2006	Common Stock	80,000	\$ 7.8672	I	Options held by wife.
Employee Stock Option (Right to Buy) (2)	04/18/2002 ⁽³⁾	04/18/2009	Common Stock	1,500	\$ 18.58	I	Options held by wife.
Employee Stock Option (Right to Buy) (2)	03/19/2003 ⁽³⁾	03/19/2010	Common Stock	200	\$ 9.14	I	Options held by wife.
Employee Stock Option (Right to Buy) (2)	12/17/2003 ⁽¹¹⁾	07/25/2010	Common Stock	3,000	\$ 3.7	I	Options held by wife.
Employee Stock Option (Right to Buy) (2)	02/09/2006 ⁽¹²⁾	09/17/2012	Common Stock	3,000	\$ 3.94	I	Options held by wife.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Fowler John F 4150 NETWORK CIRCLE SANTA CLARA, CA 95054	Â	Â	Â EVP, Systems Group	Â

Signatures

/s/ John F.
Fowler

09/25/2006

**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 85,750 shares of unvested restricted stock. This total was incorrectly listed as 137,678 on the Form 3 filed on September 15, 2006.
- (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 1,600 shares beginning on July 25, 2003.
- (5) This option vests and becomes exercisable in five equal annual installments of approximately 5,377 shares beginning on July 25, 2003.
- (6) This option vests and becomes exercisable in five equal annual installments of 6,000 shares beginning on May 21, 2004.
- (7) This option vests and becomes exercisable in five equal annual installments of 5,000 shares beginning on November 13, 2004.
- (8) This option vests and becomes exercisable in five equal annual installments of 60,000 shares beginning on July 29, 2005.
- (9) This option vests and becomes exercisable in five equal annual installments of 60,000 shares beginning on July 28, 2006.
- (10) This option vests and becomes exercisable in five equal annual installments of 100,000 shares beginning on July 27, 2007.
- (11) This option vests and becomes exercisable in five equal annual installments of 600 shares beginning on December 17, 2003.
- (12) This option vests and becomes exercisable in five equal annual installments of 600 shares beginning on February 9, 2006.

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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