LEVY RICHARD M

Form 4

October 16, 2008

FORM 4

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

OMB

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OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction

Check this box

if no longer

Section 16.

Form 4 or

subject to

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * LEVY RICHARD M

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

VARIAN MEDICAL SYSTEMS

(Check all applicable)

INC [VAR]

(Middle)

3. Date of Earliest Transaction (Month/Day/Year) 10/15/2008

_X__ Director 10% Owner _ Other (specify Officer (give title

C/O VARIAN MEDICAL SYSTEMS, 3100 HANSEN WAY, MAIL STOP E-327

(First)

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

PALO ALTO, CA 94304-1030

(City)	(State)	(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securit onor Dispos (Instr. 3,	ed of	5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	10/15/2008		M	30,000	A	\$ 13.9531	30,000	D	
Common Stock	10/15/2008		S <u>(1)</u>	7,000	D	\$ 41.5595 (2)	23,000	D	
Common Stock	10/15/2008		S <u>(1)</u>	16,000	D	\$ 42.5298 (3)	7,000	D	
Common	10/15/2008		S(1)	7,000	D	\$	0	D	

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Stock 43.5701

Common Stock $G_{\underline{10}}^{(1)} V 5,000 D \$ 0 209,907 I By Trust$

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

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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 orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securiti (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Non-qualified Stock Option (Right to Buy)	\$ 13.9531	10/15/2008		M		30,000	<u>(5)</u>	11/17/2010	Common Stock	30,0

Reporting Owners

PALO ALTO, CA 94304-1030

Reporting Owner Name / Address

Director 10% Owner Officer Other

LEVY RICHARD M
C/O VARIAN MEDICAL SYSTEMS
3100 HANSEN WAY, MAIL STOP E-327

Signatures

/s/ Franco N. Palomba, Attorney in Fact for Richard M.
Levy 10/16/2008

**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 transaction is pursuant to the filer's SEC Rule10b5-1 Stock Plan

Reporting Owners 2

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- (2) The 7,000 shares were sold in multiple transactions executed on the same day at prices ranging from \$41.3802 to \$41.75. The detailed breakdown of executed sales will be furnished upon request.
- (3) The 16,000 shares were sold in multiple transactions executed on the same day at prices ranging from \$42.06 to \$42.8602. The detailed breakdown of executed sales will be furnished upon request.
- (4) The 7,000 shares were sold in multiple transactions executed on the same day at prices ranging from \$43.18 to \$44.00. The detailed breakdown of executed sales will be furnished upon request.
- (5) Stock option granted under the Varian Medical Systems, Inc. Omnibus Stock Plan, which complies with Rule 16b-3. The option vests as follows: one third on 11/17/01, and the remaining shares in 24 equal installments over the 24 months following the first vesting date.

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.