

KUO JOHN W
Form 4
July 18, 2018

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
KUO JOHN W

2. Issuer Name and Ticker or Trading Symbol
VARIAN MEDICAL SYSTEMS INC [VAR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
07/16/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP, Gen Counsel and Secretary

C/O VARIAN MEDICAL SYSTEMS, INC., 3100 HANSEN WAY M/S E-327

(Street)

4. 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

PALO ALTO, CA 94304

(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. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 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 Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	07/16/2018		M ⁽¹⁾		462	A	\$ 67.12
Common Stock	07/16/2018		M ⁽¹⁾		400	A	\$ 67.12
Common Stock	07/16/2018		S ⁽¹⁾		462	D	\$ 115.0221
Common Stock	07/16/2018		S ⁽¹⁾		400	D	\$ 115.4725

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(3)

Common Stock	07/16/2018		M ⁽¹⁾	265	A	\$ 80.4	30,351	D
Common Stock	07/16/2018		M ⁽¹⁾	200	A	\$ 80.4	30,551	D
Common Stock	07/16/2018		S ⁽¹⁾	265	D	\$ 115.1112	30,286	D
Common Stock	07/16/2018		S ⁽¹⁾	200	D	\$ 115.7	30,086	D

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

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(9-02)

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. P	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non Qualified Stock Option (Right to Buy)	\$ 67.12	07/16/2018		M ⁽¹⁾	462	(6)	02/12/2023	Common Stock	462
Non Qualified Stock Option (Right to Buy)	\$ 67.12	07/16/2018		M ⁽¹⁾	400	(6)	02/12/2023	Common Stock	400
Non Qualified	\$ 80.4	07/16/2018		M ⁽¹⁾	265	(7)	02/10/2024	Common Stock	265

Stock Option (Right to Buy)									
Non Qualified Stock Option (Right to Buy)	\$ 80.4	07/16/2018		<u>M</u> ⁽¹⁾	200	<u>(7)</u>	02/10/2024	Common Stock	200

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KUO JOHN W C/O VARIAN MEDICAL SYSTEMS, INC. 3100 HANSEN WAY M/S E-327 PALO ALTO, CA 94304			SVP, Gen Counsel and Secretary	

Signatures

/s/ Siang Chin, attorney-in-fact for John W. Kuo 07/16/2018

 **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 Rule 10b5-1 Stock Plan

(2) The 462 shares were sold in multiple transactions executed on the same day at prices ranging from \$114.81 to \$115.27. The detailed breakdown of executed sales will be furnished upon request.

(3) The 400 shares were sold in multiple transactions executed on the same day at prices ranging from \$115.30 to \$115.89. The detailed breakdown of executed sales will be furnished upon request.

(4) The 265 shares were sold in multiple transactions executed on the same day at prices ranging from \$114.84 to \$115.37. The detailed breakdown of executed sales will be furnished upon request.

(5) The 200 shares were sold in multiple transactions executed on the same day at prices ranging from \$115.51 to \$115.89. The detailed breakdown of executed sales will be furnished upon request.

(6) Stock option granted under the Varian Medical Systems, Inc. Third Amended and Restated 2005 Omnibus Stock Plan which complies with Rule 16b-3. The option vests as follows: one third on 2/12/2017, and the remaining shares in 24 equal installments over the 24 months following the first vesting date.

(7) Stock option granted under the Varian Medical Systems, Inc. Fourth Amended and Restated 2005 Omnibus Stock Plan which complies with Rule 16b-3. The option vests as follows: one third on 2/10/2018, 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.