

VARIAN MEDICAL SYSTEMS INC

Form 4

January 03, 2008

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
FINNEY ELISHA W

(Last) (First) (Middle)

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

(Street)

PALO ALTO, CA 94304-1030

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/02/2008

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_\_ Other (specify below)  
SVP, Finance and CFO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|--------|------------|----------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount | (A) or (D) | Price    |                                                                                               |                                                          |                                                       |
| Common Stock                    | 01/02/2008                           |                                                    | M                              |                                                                   | 10,000 | A          | \$ 17.95 | 36,828                                                                                        | D                                                        |                                                       |
| Common Stock                    | 01/02/2008                           |                                                    | S <sup>(1)</sup>               |                                                                   | 4,000  | D          | \$ 52    | 32,828                                                                                        | D                                                        |                                                       |
| Common Stock                    | 01/02/2008                           |                                                    | S <sup>(1)</sup>               |                                                                   | 350    | D          | \$ 52.46 | 32,478                                                                                        | D                                                        |                                                       |
| Common Stock                    | 01/02/2008                           |                                                    | S <sup>(1)</sup>               |                                                                   | 350    | D          | \$ 52.48 | 32,128                                                                                        | D                                                        |                                                       |
|                                 | 01/02/2008                           |                                                    | S <sup>(1)</sup>               |                                                                   | 100    | D          |          | 32,028                                                                                        | D                                                        |                                                       |

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|              |            |                        |       |   |          |        |            |
|--------------|------------|------------------------|-------|---|----------|--------|------------|
| Common Stock |            |                        |       |   | \$ 52.76 |        |            |
| Common Stock | 01/02/2008 | <u>S<sup>(1)</sup></u> | 200   | D | \$ 52.77 | 31,828 | D          |
| Common Stock | 01/02/2008 | <u>S<sup>(1)</sup></u> | 1,100 | D | \$ 52.83 | 30,728 | D          |
| Common Stock | 01/02/2008 | <u>S<sup>(1)</sup></u> | 400   | D | \$ 52.85 | 30,328 | D          |
| Common Stock | 01/02/2008 | <u>S<sup>(1)</sup></u> | 500   | D | \$ 52.86 | 29,828 | D          |
| Common Stock | 01/02/2008 | <u>S<sup>(1)</sup></u> | 100   | D | \$ 53.1  | 29,728 | D          |
| Common Stock | 01/02/2008 | <u>S<sup>(1)</sup></u> | 300   | D | \$ 53.11 | 29,428 | D          |
| Common Stock | 01/02/2008 | <u>S<sup>(1)</sup></u> | 300   | D | \$ 53.12 | 29,128 | D          |
| Common Stock | 01/02/2008 | <u>S<sup>(1)</sup></u> | 200   | D | \$ 53.14 | 28,928 | D          |
| Common Stock | 01/02/2008 | <u>S<sup>(1)</sup></u> | 100   | D | \$ 53.15 | 28,828 | D          |
| Common Stock | 01/02/2008 | <u>S<sup>(1)</sup></u> | 100   | D | \$ 53.25 | 28,728 | D          |
| Common Stock | 01/02/2008 | <u>S<sup>(1)</sup></u> | 100   | D | \$ 53.26 | 28,628 | D          |
| Common Stock | 01/02/2008 | <u>S<sup>(1)</sup></u> | 400   | D | \$ 53.27 | 28,228 | D          |
| Common Stock | 01/02/2008 | <u>S<sup>(1)</sup></u> | 400   | D | \$ 53.28 | 27,828 | D          |
| Common Stock | 01/02/2008 | <u>S<sup>(1)</sup></u> | 300   | D | \$ 53.39 | 27,528 | D          |
| Common Stock | 01/02/2008 | <u>S<sup>(1)</sup></u> | 100   | D | \$ 53.41 | 27,428 | D          |
| Common Stock | 01/02/2008 | <u>S<sup>(1)</sup></u> | 200   | D | \$ 53.42 | 27,228 | D          |
| Common Stock | 01/02/2008 | <u>S<sup>(1)</sup></u> | 100   | D | \$ 53.43 | 27,128 | D          |
| Common Stock | 01/02/2008 | <u>S<sup>(1)</sup></u> | 300   | D | \$ 53.44 | 26,828 | D          |
| Common Stock |            |                        |       |   |          | 31,371 | I by Trust |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(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 Security (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------------|-------------------------------|
| Non-Qualified Stock Option (right to buy)  | \$ 17.95                                               | 01/02/2008                           |                                                    | M                              | 10,000                                                                                  | (2) 11/15/2011                                           | Common Stock                                                | 10,000                        |

## Reporting Owners

| Reporting Owner Name / Address                                                                                  | Relationships |           |                            |       |
|-----------------------------------------------------------------------------------------------------------------|---------------|-----------|----------------------------|-------|
|                                                                                                                 | Director      | 10% Owner | Officer                    | Other |
| FINNEY ELISHA W<br>C/O VARIAN MEDICAL SYSTEMS<br>3100 HANSEN WAY, , MAIL STOP E-327<br>PALO ALTO, CA 94304-1030 |               |           | SVP,<br>Finance and<br>CFO |       |

## Signatures

By: Franco N. Palomba For: Elisha W. Finney by attached  
POA

01/03/2008

\*\*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 Rule 10b5-1 Stock Plan.

Stock option granted under the Varian Medical Systems, Inc. 1990 Omnibus Stock Plan, which complies with new Rule 16b-3. The option vests as follows: one third on 11/15/02, 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.