

VARIAN MEDICAL SYSTEMS INC

Form 4

July 30, 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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
KLUGE ROBERT H

(Last) (First) (Middle)

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

(Street)

PALO ALTO, CA 94304

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
07/28/2008

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)
Corp VP; Pres. X-Ray Products

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock	07/28/2008		S ⁽¹⁾		100	D \$ 59.04	74,295	D	
Common Stock	07/28/2008		S ⁽¹⁾		100	D \$ 59.05	74,195	D	
Common Stock	07/28/2008		S ⁽¹⁾		800	D \$ 59.06	73,395	D	
Common Stock	07/28/2008		S ⁽¹⁾		100	D \$ 59.07	73,295	D	
	07/28/2008		S ⁽¹⁾		100	D	73,195	D	

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Common Stock						\$ 59.08		
Common Stock	07/28/2008	S ⁽¹⁾	200	D	\$ 59.09	72,995	D	
Common Stock	07/28/2008	S ⁽¹⁾	200	D	\$ 59.11	72,795	D	
Common Stock	07/28/2008	S ⁽¹⁾	75	D	\$ 59.12	72,720	D	
Common Stock	07/28/2008	S ⁽¹⁾	100	D	\$ 59.14	72,620	D	
Common Stock	07/28/2008	S ⁽¹⁾	100	D	\$ 59.16	72,520	D	
Common Stock	07/28/2008	S ⁽¹⁾	100	D	\$ 59.17	72,420	D	
Common Stock	07/28/2008	S ⁽¹⁾	200	D	\$ 59.19	72,220	D	
Common Stock	07/28/2008	S ⁽¹⁾	100	D	\$ 59.23	72,120	D	
Common Stock	07/28/2008	S ⁽¹⁾	25	D	\$ 59.25	72,095	D	
Common Stock	07/28/2008	S ⁽¹⁾	220	D	\$ 59.26	71,875	D	
Common Stock	07/28/2008	S ⁽¹⁾	200	D	\$ 59.1	71,675	D	

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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
				Code	V (A) (D)		Title		

Date Exercisable	Expiration Date	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address

Relationships

Director	10% Owner	Officer	Other
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KLUGE ROBERT H
C/O VARIAN MEDICAL SYSTEM
3100 HANSEN WAY, MAIL STOP E-327
PALO ALTO, CA 94304

Corp VP; Pres. X-Ray Products

Signatures

By: Franco N. Palomba, Attorney in Fact For: Robert H. Kluge

07/30/2008

__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.

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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