KUO JOHN W
Form 4
April 17, 2019

FORM 4

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
KUO JOHN W

(Last) (First) (Middle)

C/O VARIAN MEDICAL SYSTEMS, INC., 3100 HANSEN WAY M/S 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)
04/15/2019

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, Gen Counsel and Secretary

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	04/15/2019		M[(1)]		1,470	A	$ 81.97	38,326	D	
Common Stock	04/15/2019		S[(1)]		1,470	D	$ 140.896 [(2)]	36,856	D	
Common Stock	04/15/2019		M[(1)]		2,592	A	$ 67.12	39,448	D	
Common Stock	04/15/2019		S[(1)]		2,492	D	$ 140.8525 [(3)]	36,956	D	

Common Stock	04/15/2019		S[(1)]	100	D	$ 141.58	36,856	D
Common Stock	04/15/2019		M[(1)]	2,328	A	$ 80.4	39,184	D
Common Stock	04/15/2019		S[(1)]	2,328	D	$ 140.8693 [(4)]	36,856	D
Common Stock	04/15/2019		S[(1)]	1,981	D	$ 140.8731 [(5)]	34,875	D
Common Stock	04/16/2019		M[(1)]	4,888	A	$ 112.82	39,763	D
Common Stock	04/16/2019		S[(1)]	4,888	D	$ 142	34,875	D

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

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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. D Se (I
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Non Qualified Stock Option (Right to Buy)	$ 81.97	04/15/2019		M[(1)]			1,470	[(6)]	02/13/2022	Common Stock	1,470	
Non Qualified Stock Option (Right to	$ 67.12	04/15/2019		M[(1)]			2,592	[(7)]	02/12/2023	Common Stock	2,592	

Buy)									
Non Qualified Stock Option (Right to Buy)	$ 80.4	04/15/2019		M[(1)]	2,328	[(8)]	02/10/2024	Common Stock	2,328
Non Qualified Stock Option (Right to Buy)	$ 112.82	04/16/2019		M[(1)]	4,888	[(9)]	02/08/2025	Common Stock	4,888

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/ Michael B. Dunn, attorney-in-fact for John W. Kuo	04/17/2019
**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.

(2) The 1,470 shares were sold in multiple transactions executed on the same day at prices ranging from $140.56 to $141.49. The detailed breakdown of executed sales will be furnished upon request.

(3) The 2,492 shares were sold in multiple transactions executed on the same day at prices ranging from $140.56 to $141.49. The detailed breakdown of executed sales will be furnished upon request.

(4) The 2,328 shares were sold in multiple transactions executed on the same day at prices ranging from $140.55 to $141.49. The detailed breakdown of executed sales will be furnished upon request.

(5) The 1,981 shares were sold in multiple transactions executed on the same day at prices ranging from $140.56 to $141.49. 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 2/13/2016, 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. 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.

(8) 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.

(9) Stock option granted under the Varian Medical Systems, Inc. Fifth Amended and Restated 2005 Omnibus Stock Plan which complies with Rule 16b-3. The option vests as follows: one third on February 8, 2019, 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.
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