

VARIAN MEDICAL SYSTEMS INC  
 Form 4  
 July 30, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
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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).

**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 \*  
**KLUGE ROBERT H**

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)  
**07/28/2008**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Corp VP; Pres. X-Ray Products

**C/O VARIAN MEDICAL SYSTEM, 3100 HANSEN WAY, MAIL STOP 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | Code V Amount (A) or (D) Price                                    |   |  |                                   |
| Common Stock                    | 07/28/2008                           |  | S <sup>(1)</sup>               | 100 D \$ 59.04  | 74,295  | D  |                                   |
| Common Stock                    | 07/28/2008                           |  | S <sup>(1)</sup>               | 100 D \$ 59.05  | 74,195  | D  |                                   |
| Common Stock                    | 07/28/2008                           |  | S <sup>(1)</sup>               | 800 D \$ 59.06  | 73,395  | D  |                                   |
| Common Stock                    | 07/28/2008                           |  | S <sup>(1)</sup>               | 100 D \$ 59.07  | 73,295  | D  |                                   |
|                                 | 07/28/2008                           |  | S <sup>(1)</sup>               | 100 D   | 73,195  | D  |                                   |

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|              |            |                  |     |   |  |          |        |   |
|--------------|------------|------------------|-----|---|--|----------|--------|---|
| Common Stock |            |                  |     |   |  | \$ 59.08 |        |   |
| Common Stock | 07/28/2008 | S <sup>(1)</sup> | 200 | D |  | \$ 59.09 | 72,995 | D |
| Common Stock | 07/28/2008 | S <sup>(1)</sup> | 200 | D |  | \$ 59.11 | 72,795 | D |
| Common Stock | 07/28/2008 | S <sup>(1)</sup> | 75  | D |  | \$ 59.12 | 72,720 | D |
| Common Stock | 07/28/2008 | S <sup>(1)</sup> | 100 | D |  | \$ 59.14 | 72,620 | D |
| Common Stock | 07/28/2008 | S <sup>(1)</sup> | 100 | D |  | \$ 59.16 | 72,520 | D |
| Common Stock | 07/28/2008 | S <sup>(1)</sup> | 100 | D |  | \$ 59.17 | 72,420 | D |
| Common Stock | 07/28/2008 | S <sup>(1)</sup> | 200 | D |  | \$ 59.19 | 72,220 | D |
| Common Stock | 07/28/2008 | S <sup>(1)</sup> | 100 | D |  | \$ 59.23 | 72,120 | D |
| Common Stock | 07/28/2008 | S <sup>(1)</sup> | 25  | D |  | \$ 59.25 | 72,095 | D |
| Common Stock | 07/28/2008 | S <sup>(1)</sup> | 220 | D |  | \$ 59.26 | 71,875 | D |
| Common Stock | 07/28/2008 | S <sup>(1)</sup> | 200 | D |  | \$ 59.1  | 71,675 | 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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  |                                | Code V (A) (D)  |  |   |  |  |
|  |  |                                      |  |                                |   |  | Title   |  |  |

|             |            |        |
|-------------|------------|--------|
| Date        | Expiration | Amount |
| Exercisable | Date       | or     |
|             |            | Number |
|             |            | of     |
|             |            | Shares |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                               |       |
|--|---------------|-----------|-------------------------------|-------|
|  | Director      | 10% Owner | Officer                       | Other |
| KLUGE ROBERT H<br>C/O VARIAN MEDICAL SYSTEM<br>3100 HANSEN WAY, MAIL STOP E-327<br>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 Rule10b5-1 Stock Plan.

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