#### Edgar Filing: MERCURY COMPUTER SYSTEMS INC - Form 4

MERCURY COMPUTER SYSTEMS INC Form 4

September 2	26, 2007											
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION										OMB APPROVAL		
	UNITED	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549										
Check th if no lon subject t Section Form 4 c Form 5	ger o 16. or Filed pur	SECURITIES								January 31, 2005 d average ours per 0.5		
obligations may continue. See InstructionSection 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 1(b).												
(Print or Type	Responses)											
Ryan Terrence MSymbolMER				. Issuer Name <b>and</b> Ticker or Trading mbol ERCURY COMPUTER (STEMS INC [MRCY]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle) 3. [ (Mo			3. Date of Earliest Transaction Month/Day/Year) 09/24/2007			Director 10% Owner X Officer (give title Other (specify below) Sr. Vice President						
			ed(Month/Day/Year) Applicable			Applicable Line)	al or Joint/Group Filing(Check ine) led by One Reporting Person					
CHELMSF	ORD, MA 01824	Ļ							More than One			
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Secu	rities A	cquired, Disposed	of, or Benefic	ially Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution D any (Month/Day	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D) 4 and 3 (A) or	)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirec (I) (Instr. 4)	Indirect		
Reminder: Re	port on a separate line	e for each clas	s of secu	urities bene	ficially ow	ned di	rectly o	or indirectly.				

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	or Dispo (D)	(Instr. 3, 4,				
				Code V	/ (A)	(D)	Date Exercisable	Expiration Date	Title	Amoun or Numbe of Shar
Performance Ribhts	\$ 10.48	09/24/2007		А	60,000	)	(1)	09/24/2017	Common	60,00

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Ryan Terrence M 199 RIVERNECK ROAD CHELMSFORD, MA 01824			Sr. Vice President				
Signatures							

# Siynatui

Craig Barrows, 09/26/2007 Attorney-in-fact Date

\*\*Signature of Reporting Person

### **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).

This option vests as to 15,000 shares on July 31, 2008, 20,000 shares on July 31, 2009 and 25,000 shares on July 31, 2010 if certain performance goals related to net bookings for each of fiscal years 2008, 2009 and 2010, respectively are satisfied. Any option shares that do not become exercisable on a vesting date due to failure to satisfy the performance goals for a particular year may become exercisable

(1) on a subsequent vesting date if the performance goals related to a subsequent fiscal year, when combine with the performance goals for the preceding fiscal year or years, achieve the cumulative goals for the combined period. Any option shares that did not become exercisable on a vesting date stated above will become exercisable on July 31, 2011 if the cumulative performance goals for fiscal years 2008, 2009 and 2010 are met in total by June 30, 2011.

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.