

MERCURY COMPUTER SYSTEMS INC
 Form 4
 June 17, 2008

FORM 4

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

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).

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 *
SKALABRIN MARK F

2. Issuer Name and Ticker or Trading Symbol
MERCURY COMPUTER SYSTEMS INC [MRCY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
199 RIVERNECK ROAD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/16/2008

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr VP ACS

CHELMSFORD, MA 01824
 (City) (State) (Zip)

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

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 | 06/16/2008 | | M | | 1,600 | A | \$ 7.625 |
| Common Stock | 06/16/2008 | | S | | 1,600 | D | \$ 9.111 |
| Common Stock | 06/16/2008 | | S | | 2,000 | D | \$ 8.75 |
| Common Stock | 06/16/2008 | | S | | 2,500 | D | \$ 8.77 |
| Common Stock | 06/16/2008 | | S | | 401 | D | \$ 8.78 |

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| | | | | | | | |
|--------------|------------|---|-------|---|-----------|--------|---|
| Common Stock | 06/16/2008 | S | 1,596 | D | \$ 8.7801 | 88,156 | D |
| Common Stock | 06/16/2008 | S | 203 | D | \$ 8.79 | 87,953 | D |
| Common Stock | 06/16/2008 | S | 2,100 | D | \$ 8.81 | 85,853 | D |
| Common Stock | 06/16/2008 | S | 200 | D | \$ 8.82 | 85,653 | D |
| Common Stock | 06/16/2008 | S | 2,000 | D | \$ 8.84 | 83,653 | D |
| Common Stock | 06/16/2008 | S | 2,798 | D | \$ 8.86 | 80,855 | D |
| Common Stock | 06/16/2008 | S | 200 | D | \$ 8.87 | 80,655 | D |
| Common Stock | 06/16/2008 | S | 2 | D | \$ 8.88 | 80,653 | D |
| Common Stock | 06/16/2008 | S | 1,900 | D | \$ 8.89 | 78,753 | D |
| Common Stock | 06/16/2008 | S | 100 | D | \$ 8.8901 | 78,653 | D |
| Common Stock | 06/16/2008 | S | 1,900 | D | \$ 8.96 | 76,753 | D |
| Common Stock | 06/16/2008 | S | 3,500 | D | \$ 8.98 | 73,253 | D |
| Common Stock | 06/16/2008 | S | 500 | D | \$ 8.9801 | 72,753 | D |
| Common Stock | 06/16/2008 | S | 100 | D | \$ 8.99 | 72,653 | D |
| Common Stock | 06/16/2008 | S | 2,000 | D | \$ 9 | 70,653 | D |
| Common Stock | 06/16/2008 | S | 3,000 | D | \$ 9.02 | 67,653 | 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)

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| 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. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|
| Incentive Stock Option (Right to buy) | \$ 7.625 | 06/16/2008 | | M | 1,600 | 09/28/2003 09/28/2008 | Common 1,600 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------|-------|
| | Director | 10% Owner | Officer | Other |
| SKALABRIN MARK F 199 RIVERNECK ROAD CHELMSFORD, MA 01824 | | | Sr VP ACS | |

Signatures

Robert E. Hult,
Attorney-in-fact
Date: 06/17/2008

__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) Field N/A to this transaction but was completed to allow for electronic filing only.

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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