

Super Micro Computer, Inc.
Form 4
November 07, 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 *
Liang Charles

(Last) (First) (Middle)

SUPER MICRO COMPUTER, INC., 980 ROCK AVE.

(Street)

SAN JOSE, CA 95131

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Super Micro Computer, Inc. [SMCI]

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

11/04/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

President and CEO

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	11/04/2008		M			16,842	A	\$ 0.075	346,842	I	By Spouse
Common Stock	11/04/2008		S			16,842	D	\$ 6.1262	330,000	I	By Spouse
Common Stock	11/05/2008		M			16,842	A	\$ 0.075	346,842	I	By Spouse
Common Stock	11/05/2008		S			16,842	D	\$ 6.0119	330,000	I	By Spouse
Common Stock	11/06/2008		M			16,842	A	\$ 0.075	346,842	I	By Spouse

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Common Stock	11/06/2008	S	16,842	D	\$ 5.6417	330,000	I	By Spouse
Common Stock						5,825,000	D	
Common Stock						150,000	I	By Spouse as Trustee for Green Earth Charitable Trust ⁽¹⁾
Common Stock						600,000	I	By CL Grantor Retained Trust ⁽²⁾
Common Stock						600,000	I	By CL2 Grantor Retained Trust ⁽²⁾

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. Amount or Number of Shares
Stock Option (right to buy)	\$ 0.75	11/04/2008		M	16,842	⁽³⁾ 12/09/2008	Common Stock	16,842
Stock Option (right to buy)	\$ 0.75	11/05/2008		M	16,842	⁽³⁾ 12/09/2008	Common Stock	16,842

Stock Option (right to buy)	\$ 0.75	11/06/2008	M	16,842	<u>(3)</u>	12/09/2008	Common Stock	16,842
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Liang Charles SUPER MICRO COMPUTER, INC. 980 ROCK AVE. SAN JOSE, CA 95131	X	X	President and CEO	

Signatures

/s/ Winnie Tsai, Attorney-in-Fact	11/07/2008
<small>**Signature of Reporting Person</small>	<small>Date</small>

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) These shares are owned directly by Green Earth Charitable Trust, and indirectly by Chiu-Chu (Sara) Liu Liang as the trustee of the trust.
- (2) These shares are held in the two trusts for the benefit of the reporting person's children. The reporting person's spouse, Chiu-Chu (Sara) Liu Liang is the trustee of both trusts.
- (3) The stock option is fully vested.

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.