Edgar Filing: ISENSTEIN BARRY S - Form 4

ISENSTEIN Form 4	BARRY S										
August 16, 2	005										
FORM	UNITED	Washington, D.C. 20549									
Check thi if no long subject to Section 1 Form 4 or Form 5 obligation may cont <i>See</i> Instru 1(b).	6. Filed pu Section 17	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								January 31, 2005 Iverage rs per 0.5	
(Print or Type F	Responses)										
1. Name and Address of Reporting Person <u>*</u> ISENSTEIN BARRY S			2. Issuer Name and Ticker or Trading Symbol MERCURY COMPUTER SYSTEMS INC [MRCY]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
								D :	100	0	
(Last) (First) (Middle) 93 WOODBINE ROAD			3. Date of Earliest Transaction (Month/Day/Year) 08/12/2005					Director 10% Owner X Officer (give title Other (specify below) below) VP Defense Electronics Group			
File				ndment, Da hth/Day/Year	-	1		 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
CARLISLE	, MA 01741							Person		porting	
(City)	(State)	(Zip)	Tabl	e I - Non-E	Derivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)) Executio any			(Instr. 3,	ispose 4 and (A) or	d of (D) 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)		
Common Stock	08/12/2005			A A	Amount 4,500 (1)	(D) A	Price \$ 26.75	36,304	D		
Common Stock	08/12/2005			А	2,098 (2)	А	\$ 26.75	38,402	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly 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 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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Securi (Instr.	int of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Own Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Other				
ISENSTEIN BARRY S 93 WOODBINE ROAD CARLISLE, MA 01741			VP Defense Electronics Group					
Signatures								

Robert E. Hult, Attorney-in-fact 08/16/2005

**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) These shares of restricted stock vest in full on August 12, 2009.

(2) These shares of restricted stock vest in four equal annual installments commencing on August 12, 2006.

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.