FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

l	OMB APPRO	VAL								
	OMB Number: 3235-0									
l	Estimated average burden									
l	hours per response:	0.5								

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  MOHR MARSHALL  (Last) (First) (Middle)  1020 KIFER ROAD				suer Name <b>and</b> Tick TUITIVE SUE		_	,		ationship of Reportir k all applicable) Director		Ssuer		
				ate of Earliest Transa 17/2017	action (N	Month/	/Day/Year)	X	Officer (give title below) SVP	Other (specify below)			
(Street) SUNNYVALE (City)	CA (State)	94086 (Zip)	4. If	Amendment, Date of	f Origina	al Filed	d (Month/Day/	6. Indi Line) X	<b>1</b> '				
		Table I - No	n-Derivative	Securities Acq	uired	, Dis	posed of,	or Ber	neficially	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 Disposed Of			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
					Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock			02/17/2017		М		704	A	\$0.0	2,291	D		
Common Stock			02/17/2017		М		2,000	A	\$303.27	4,291	D		
Common Stock			02/17/2017		S <sup>(1)</sup>		2,000	D	\$725	2,291	D		
Common Stock			02/17/2017		E(2)		368	D	\$0.0	1 023	D		

## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

**F**(3)

521

272

A

D

\$0.0

\$0.0

2,444

2.172

242

D

D

Ī

by Son

(5.3., p. 6.5., 6.1															
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)	Code (	ransaction of ode (Instr. Derivative		vative urities uired or oosed o) tr. 3, 4	6. Date Exerc Expiration Da (Month/Day/\)	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non- Qualified Stock Option (right to buy)	\$303.27	02/17/2017		M			2,000	(4)	02/15/2018	Common Stock	2,000	\$0.0	4,200	D	
Restricted Stock Units	\$0.0	02/17/2017		M			704	(5)	02/17/2018	Common Stock	704	\$0.0	1,408	D	
Restricted Stock Units	\$0.0	02/21/2017		M			521	(5)	02/18/2018	Common Stock	521	\$0.0	520	D	

## **Explanation of Responses:**

Common Stock

Common Stock

Common Stock

- 1. These shares were sold pursuant to a Rule 10b5-1 Trading Plan, entered into on November 7, 2016.
- 2. On 2/17/15, RSU shares were granted, vesting 25% per year over a four year period. RSUs convert into common stock on the vest date on a one-for-one basis. On 2/17/17, 25% of the shares were released and a portion of the shares were held back to cover the statutory tax withholding requirement. The net shares were deposited into the holders account
- 3. On 2/18/14, RSU shares were granted, vesting 25% per year over a four year period. RSUs convert into common stock on the vest date on a one-for-one basis. On 2/21/17, 25% of the shares were released and a portion of the shares were held back to cover the statutory tax withholding requirement. The net shares were deposited into the holders account
- 4. Non-statutory stock option granted pursuant to the 2000 Employee Stock Option Plan. Option shall vest 1/8 six months after the date of grant and 1/48th each month thereafter.
- 5. Each Restricted Stock Unit, granted pursuant to the 2010 Employee Stock Option Plan, represents a contingent right to receive one share of Intuitive Surgical common stock. The grant vests 25% on the first anniversary of the date of grant and annually thereafter, over a four year period of time.

By: Lori Serrano For: Marshall

L Mohr

Date

02/22/2017

\*\* Signature of Reporting Person Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* 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).

02/21/2017

02/21/2017

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.