SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

OMB APPROVAL										
OMB Number:	3235-0287									
Estimated average burden										
hours ner response	0.5									

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol <u>INTUITIVE SURGICAL INC</u> [ISRG]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>SMITH LONNIE M</u>				X	Director	10% Owner			
		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/08/2012	X	Officer (give title below) Chairman of the l	Other (specify below)			
					Chairman of the Doard				
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group Filing (Check Applicable			
SUNNYVALE	CA	94086		X	Form filed by One Report	ing Person			
(City)	(State)	(Zip)			Form filed by More than C Person	One Reporting			

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1130.4)
Common Stock	05/08/2012		G		1,500	D	\$0.0 ⁽¹⁾	289,775	D	
Common Stock	05/14/2012		G		15,000	D	\$0.0	274,775 ⁽²⁾	D	
Common Stock	07/24/2012		М		12,500	A	\$47.86	287,275	D	
Common Stock	07/24/2012		S		12,500 ⁽³⁾	D	\$473.1781 ⁽⁴⁾	274,775	D	
Common Stock	07/24/2012		М		5,000	A	\$106.69	279,775	D	
Common Stock	07/24/2012		S		5,000 ⁽³⁾	D	\$473.1781 ⁽⁴⁾	274,775	D	
Common Stock	05/14/2012		G		15,000	A	\$0.0	110,681 ⁽⁵⁾	Ι	by Trust

	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. Transa Code (8)		of E		6. Date Exercisable and Expiration Date (Month/Day/Year)		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)	\$47.86	07/24/2012		М			12,500	(6)	02/11/2015	Common Stock	12,500	\$0.0	0.0	D	
Non- Qualified Stock Option (right to buy)	\$106.69	07/24/2012		М			5,000	(6)	02/07/2016	Common Stock	5,000	\$0.0	55,000	D	

Explanation of Responses:

1. These shares were gifted from the account of Lonnie Smith & Cheryl Smith, Community Property to The Churst of Jesus Christ of Latter-Day Saints.

2. These shares were gifted from the account of Lonnie Smith & Cheryl Smith, Community Property to an indirect holding, McKram Investors II LLC.

3. These shares were sold pursuant to a Rule 10b5-1 Trading Plan, entered into on March 8, 2012.

4. The average selling price for the transactions was \$473.178106 The shares sold at: \$470.00 - \$470.99 = 1,850 shares; \$471.00 to \$471.99 = 200 shares; \$472.00 - \$472.99 = 2,160 shares; \$473.00 - \$473.99 = 9,690 shares; \$474.00 - \$474.99 = 3,100 shares; \$475.00 - \$475.99 = 375 shares; \$478.00 - \$478.99 = 125 shares.

5. These shares were received from the account of Lonnie Smith & Cheryl Smith, Community Property and are now held in an indirect holding at McKram Investors II, LLC.

6. 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.

Lonnie M Smith

** Signature of Reporting Person

Date

07/25/2012

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).

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.