SEC Form 4

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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

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* DeSantis Robert	2. Issuer Name and INTUITIVE S				(Check	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify							
(Last) (First) (Midd 1020 KIFER ROAD						3. Date of Earliest Transaction (Month/Day/Year) 04/21/2023							
(Street) SUNNYVALE CA 9408	6	4. If Amendment, Da	te of Ori	ginal f	Filed (Month/E) 6. Indiv Line) X	- /						
(City) (State) (Zip)		Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.											
Table I -	Non-Deriva	tive Securities A	Acquir	ed, I	Disposed	of, or	Beneficially (Owned					
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Yea	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of	Acquire (D) (Inst	d (A) or r. 3, 4 and 5)	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	04/21/2023	3	M ⁽¹⁾		2,184	A	\$245.6	11,612	D				
Common Stock	04/21/2023	3	S ⁽¹⁾		2,184	D	\$297.9181 ⁽²⁾	9,428	D				
Common Stock	04/21/2023	3	M ⁽¹⁾		1,086	A	\$242.3367	10,514	D				
Common Stock	04/21/2023	3	S ⁽¹⁾		1,086	D	\$297.9181 ⁽²⁾	9,428	D				
Common Stock	04/21/2023	3	M ⁽¹⁾		273	A	\$179.7	9,701	D				
Common Stock	04/21/2023	3	S ⁽¹⁾		273	D	\$ 297.9988 ⁽³⁾	9,428	D				
Common Stock	04/21/2023	3	M ⁽¹⁾		273	A	\$177.9867	9,701	D				
Common Stock	3	S ⁽¹⁾		273	D	\$297.9988 ⁽³⁾	9,428	D					
Common Stock	04/21/2023	3	M ⁽¹⁾		2,444	A	\$208.9	11,872	D				
Common Stock	04/21/2023	3	S ⁽¹⁾		2,444	D	\$297.9271(4)	9,428	D				
Common Stock	04/21/2023	3	S ⁽¹⁾		1,196	D	\$297.9116 ⁽⁵⁾	8,232	D				
Common Stock	3	S ⁽¹⁾		1,167	D	\$297.8963(6)	7,065	D					
Table		ve Securities Ac ts, calls, warran						wned					

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 Deri Sec Acq (A) (Disp of (I	oosed D) tr. 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year)		d 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)	\$177.9867	04/21/2023		M ⁽¹⁾			273	(7)	02/28/2030	Common Stock	273	\$0.0	996	D	
Non- Qualified Stock Option (right to buy)	\$179.7	04/21/2023		M ⁽¹⁾			273	(8)	05/11/2030	Common Stock	273	\$0.0	1,176	D	
Non- Qualified Stock Option (right to buy)	\$208.9	04/21/2023		M ⁽¹⁾			2,444	(9)	08/28/2029	Common Stock	2,444	\$0.0	6,579	D	

	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)		ransaction of ode (Instr. Derivative			6. Date Exerc Expiration Da (Month/Day/Y	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			Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non- Qualified Stock Option (right to buy)	\$242.3367	04/21/2023		M ⁽¹⁾			1,086	(9)	08/28/2030	Common Stock	1,086	\$0.0	996	D	
Non- Qualified Stock Option (right to buy)	\$245.6	04/21/2023		M ⁽¹⁾			2,184	(7)	02/26/2031	Common Stock	2,184	\$0.0	4,566	D	

Explanation of Responses:

1. These shares were sold in accordance with a Trading Plan that complies with SEC Rule 10b5-1 and expires on November 21, 2023.

2. The price reported in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$296.55 to \$299.16 as follows: 656 shares sold at \$296.55 to \$299.16, The Reporting Person hereby undertakes to provide to the Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, upon request, full information regarding the number of shares sold at each respective price within the range set forth in this footnote.

3. The price reported in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$296.61 to \$299.31 as follows: 116 shares sold at \$296.61 to \$297.00; 370 shares sold at \$297.78 to \$298.74; and 60 shares sold at \$298.99 to \$299.31. The Reporting Person hereby undertakes to provide to the Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, upon request, full information regarding the number of shares sold at each respective price within the range set forth in this footnote.

4. The price reported in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$296.52 to \$299.30 as follows: 612 shares sold at \$296.52 to \$297.52; 1.413 shares sold at \$297.57 to \$298.50; and 419 shares sold at \$298.63 to \$299.30. The Reporting Person hereby undertakes to provide to the Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, upon request, full information regarding the number of shares sold at each respective price within the range set forth in this footnote.

5. The price reported in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$296.59 to \$299.27 as follows: 271 shares sold at \$296.59 to \$297.41; 725 shares sold at \$297.66 to \$298.62; and 200 shares sold at \$298.27. The Reporting Person hereby undertakes to provide to the Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, upon request, full information regarding the number of shares sold at each respective price within the range set forth in this footnote.

6. The price reported in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$296.39 to \$299.22 as follows: 216 shares sold at \$296.39 to \$297.12; 705 shares sold at \$297.42 to \$298.41; and 246 shares sold at \$298.50 to \$299.22. The Reporting Person hereby undertakes to provide to the Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, upon request, full information regarding the number of shares sold at each respective price within the range set forth in this footnote.

7. Non-statutory stock option granted pursuant to the 2010 Incentive Award Plan. The option vests 1/8th six months after the date of grant and 1/48th monthly thereafter.

Non-statutory stock option granted pursuant to the 2010 Incentive Award Plan. The grant vests 25% on the first anniversary of the date of grant and monthly thereafter, over a four year period of time.
Non-statutory stock option granted pursuant to the 2010 Incentive Award Plan. Option shall vest 7/48 one month after the date of grant and 1/48 each month thereafter.

By: Donna Spinola For: DeSantis, Robert 04/

04/24/2023

** Signature of Reporting Person Date

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.

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