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 t	ίC
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 per response:	0.5							

1. Name and Addres		ng Person [*]	2. Issuer Name and Ticker or Trading Symbol <u>INTUITIVE SURGICAL INC</u> [ISRG]		ationship of Reporting Person(s) to Issue k all applicable) Director 10% Owne				
(Last) 950 KIFER ROA	(First) AD	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/20/2005		Officer (give title below)	Other (specify below)			
,			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable					
(Street)	CA			Line)	Form filed by One Reporting Person				
		94086							
	(Stata)	(7:2)	-		Form filed by More than One Reporting Person				
(City)	(State)	(Zip)							
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									

4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 3. Transaction Code (Instr. 1. Title of Security (Instr. 3) 2A. Deemed 6. Ownership 2. Transaction 5. Amount of 7. Nature Securities Beneficially Form: Direct (D) or Indirect of Indirect Beneficial Execution Date, (Month/Day/Year) if any (Month/Day/Year) 8) **Owned Following** (i) (instr. 4) Ownership Reported (Instr. 4) (A) or (D) Transaction(s) v Price Code Amount

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

	(orgi, pare, care, marane, epitone, convertible cocartico)														
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)		n of		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				
Stock Option (right to buy) ⁽¹⁾	\$47.09	05/20/2005	05/20/2005	A		10,000		05/20/2006	05/20/2015	Common Stock	10,000	\$0.00	10,000	D	

Explanation of Responses:

1. Non-statutory stock option granted pursuant to the Non-Employee Directors' Stock Option Plan. Option shall vest 100% one year after the grant date.

Remarks:

/s/ Alan Levy

** Signature of Reporting Person

05/24/2005

Date

(Instr. 3 and 4)

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.