SEC Form 3 FORM 3

UNITED STATES SECURITIES AND EXCHANGE

COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response: 0.5

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. Date of E Requiring S (Month/Day 04/01/202	Statement //Year)	3. Issuer Name and Ticker or Trading Symbol <u>INTUITIVE SURGICAL INC</u> [ISRG]				
(Last) (First) (Middle) 1020 KIFER ROAD		20	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give Other (specify title below) below) Executive VP & GM IA&E			5. If Amendment, Date of Original Filed (Month/Day/Year)	
(Street) SUNNYVALE CA 94086 (City) (State) (Zip)	-					6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person	
т	able I - Nor	n-Derivati	ive Securities Benefic	ially Ov	vned		
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)	3. Owne Form: D (D) or Ir (I) (Instr	irect Ownership (Instr. 5) direct		
Common Stock			4,381)		
(e.ç			e Securities Beneficia nts, options, converti				
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr.
					Price of	Direct (D) or Indirect (I) (Instr. 5)	5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	or Indirect	5
Non-Qualified Stock Option (right to buy)				or Number of	Derivative	or Indirect	5
	Exercisable	Date	Title	or Number of Shares	Derivative Security	or Indirect (I) (Instr. 5)	
buy) Non-Qualified Stock Option (right to	(1)	Date 08/15/2026	Title Common Stock	or Number of Shares 382	Derivative Security	or Indirect (I) (Instr. 5)	
buy) Non-Qualified Stock Option (right to buy) Non-Qualified Stock Option (right to	(1) (1)	Date 08/15/2026 02/16/2026	Title Common Stock Common Stock	or Number of Shares 382 383	Derivative Security 230.9967 178.3867	or Indirect (I) (Instr. 5)	
buy) Non-Qualified Stock Option (right to buy) Non-Qualified Stock Option (right to buy)	Exercisable (1) (1) (1)	Date 08/15/2026 02/16/2026 02/28/2030	Title Common Stock Common Stock Common Stock Common Stock	or Number of Shares 382 383 1,450	Derivative Security 230.9967 178.3867 533.96	or Indirect (I) (Instr. 5)	
buy) Non-Qualified Stock Option (right to buy) Non-Qualified Stock Option (right to buy) Restricted Stock Units	Exercisable (1) (1) (1) (2)	Date 08/15/2026 02/16/2026 02/28/2030 02/15/2021	Title Common Stock Common Stock <td>or Number of 382 383 1,450 1,500</td> <td>Derivative Security 230.9967 178.3867 533.96 0.00</td> <td>or Indirect (I) (Instr. 5)</td> <td></td>	or Number of 382 383 1,450 1,500	Derivative Security 230.9967 178.3867 533.96 0.00	or Indirect (I) (Instr. 5)	

Explanation of Responses:

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

2. Each RSU granted 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.

Remarks:

Exhibit 24.1 - Power of Attorney

By: Donna Spinola For:

04/10/2020

** Signature of Reporting Person

Robert DeSantis

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 5 (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.

POWER OF ATTORNEY

Know all by these present that the undersigned hereby authorizes (i) Lori Serrano, (ii) Donna Spinola, (iii) Brian King and (iv) Siang Chin of Intuitive Surgical, Inc.(the "Company") and (v) any attorney employed in the Menlo Park, CA office of Latham & Watkins LLP and each of them individually to execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of the Company, Forms 3, 4 and 5, and other forms as may be required, any amendments thereto, and cause such form(s) to be filed with the U.S. Securities and Exchange Commission (the "SEC") pursuant to Section 16(a) of the Securities Act of 1934, relating to the undersigned's beneficial ownership of securities in the Company. The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneysin-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of, and transactions in, securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 27th day of March 2020.

<u>/s/ Robert J DeSantis</u> Signature

<u>Robert J DeSantis</u> Print Name