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

Estimated average burden		
hours per response:		0.5

1. Name and Addres	s of Reporting Persor	1*	2. Issuer Name and Ticker or Trading Symbol <u>INTUITIVE SURGICAL INC</u> [ISRG]	(Check	tionship of Reporting all applicable) Director Officer (give title	orting Person(s) to Issuer 10% Owner title Other (specify		
(Last) (First) 950 KIFER ROAD		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/18/2005	Х	below) Sr. Vice P	below)		
(Street) SUNNYVALE (City)	CA (State)	94086 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group F Form filed by One F Form filed by More Person	1 0		

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

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	08/18/2005		М		20,000	A	\$18.5	21,672	D		
Common Stock	08/18/2005		М		4,125	A	\$18.5	25,797	D		
Common Stock	08/18/2005		М		875	A	\$47.86	26,672	D		
Common Stock	08/18/2005		S		20,000	D	\$18.5	6,672	D		
Common Stock	08/18/2005		S		4,125	D	\$18.5	2,547	D		
Common Stock	08/18/2005		S		875	D	\$47.86	1,672(1)	D		

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

1			(0.9.,	puts,	cans	, wan	am	s, options,	converta		micsj				
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		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				
Stock Option	\$18.5	08/18/2005		м		20,000		(2)	02/01/2012	Common Stock	20,000	\$18.5	5,000	D	
Stock Option	\$18.5	08/18/2005		м		4,125		(2)	02/13/2014	Common Stock	4,125	\$18.5	30,875	D	
Stock Option	\$47.86	08/18/2005		м		875		(2)	02/11/2015	Common Stock	875	\$47.86	29,125	D	

Explanation of Responses:

1. Includes 447 shares acquired pursuant to the purchase under the Company's Employee Stock Purchase Plan

2. All share option grants are vested.

Remarks:

/s/Jerome McNamara

08/19/2005

** 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).

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.