SEC Form 4

П

I

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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	1 0	son*	2. Issuer Name and Ticker or Trading Symbol INTUITIVE SURGICAL INC [ISRG]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
<u>Rosa David J</u>	<u>.</u>				Director	10% Owner		
(Last) 1020 KIFER RC	(First) DAD	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/27/2015	X	Officer (give title below) EVP Scientific	Other (specify below) c Affairs		
(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 Fili Form filed by One Re Form filed by More th Person	porting Person		

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year) 2A. Deem Execution if any (Month/D		Code (Instr.		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	01/27/2015		М		10,000	Α	\$303.27	10,764	D	
Common Stock	01/27/2015		S		10,000(1)	D	\$ 511.3287 ⁽²⁾	764	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)	4. Transa Code (8)		of Deri Sec Acq (A) (Disp of (I	umber vative urities uired or oosed O) (Instr. and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year) (Month/Day/Year) Exercise Underlying Derivative Security (Instr. 3 and 4)		ies g Security	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)	\$303.27	01/27/2015		М			10,000	(3)	02/15/2018	Common Stock	10,000	\$0.0	10,000	D	

Explanation of Responses:

1. These shares were sold pursuant to a Rule 10b5-1 Trading Plan, entered into on December 10, 2014.

2. The shares were sold at an average price of \$511.328659. The actual selling price of the shares was: \$506.00 - \$506.99 - 700 shares sold; \$507.00 - \$507.99 - 400 shares sold; \$508.00 - \$508.99 - 500 shares; \$509.00 - \$509.99 - 800 shares sold; \$510.00 - \$510.99 - 1200 shares sold; \$511 - \$511.99 - 2,372 shares sold; \$512 - \$512.99 - 1,528 shares sold; \$513 - \$513.99 - 1,000 shares sold; \$514 - \$514.99 - 662 shares sold; \$515 - \$515.99 - 838 shares sold.

3. 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.

<u>By: Lori Serrano For: David J</u>	01/20/2015
Rosa	01/28/2015

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 \ast 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.