

INTUITIVE SURGICAL INC

Form 4

March 16, 2017

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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Samath Jamie

2. Issuer Name and Ticker or Trading Symbol
INTUITIVE SURGICAL INC
[ISRG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1020 KIFER ROAD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/15/2017

____ Director
 Officer (give title below) _____ 10% Owner
_____ Other (specify below)
VP & Prin. Acc Officer

SUNNYVALE, CA 94086

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting 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. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	03/15/2017		M	A	\$ 459.14	896	D
Common Stock	03/15/2017		S(1)	D	\$ 750	538	D
Common Stock	03/15/2017		M	A	\$ 383.73	1,340	D
Common Stock	03/15/2017		S(1)	D	\$ 750	538	D
Common Stock	03/15/2017		M	A	\$ 490.07	3,288	D

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Common Stock	03/15/2017	S ⁽¹⁾	2,750	D	\$ 750	538	D
Common Stock	03/15/2017	M	358	A	\$ 444.09	896	D
Common Stock	03/15/2017	S ⁽¹⁾	358	D	\$ 750	538	D

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

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(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 383.73	03/15/2017		M		802		(2)	08/15/2023	Common Stock	802
Non-Qualified Stock Option (right to buy)	\$ 444.09	03/15/2017		M		358		(3)	02/18/2024	Common Stock	358
Non-Qualified Stock Option (right to buy)	\$ 459.14	03/15/2017		M		358		(2)	08/15/2024	Common Stock	358
Non-Qualified Stock Option (right to buy)	\$ 490.07	03/15/2017		M		2,750		(3)	05/07/2023	Common Stock	2,750

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Samath Jamie
1020 KIFER ROAD
SUNNYVALE, CA 94086

VP & Prin. Acc Officer

Signatures

Jamie Samath

03/16/2017

 Signature of
Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) These shares were sold pursuant to a Rule 10b5-1 Trading Plan, entered into on November 21, 2016.
- (2) Non-statutory stock option granted pursuant to the 2010 Employee Stock Option Plan. Option shall vest 7/48 one month after the date of grant and 1/48th each month thereafter.
- (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.

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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