#### INTUITIVE SURGICAL INC

Form 4 April 24, 2012

## FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

**OMB APPROVAL** OMB

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **SMITH LONNIE M** Issuer Symbol INTUITIVE SURGICAL INC (Check all applicable) [ISRG] (Last) (First) (Middle) 3. Date of Earliest Transaction \_X\_\_ Director 10% Owner X\_ Officer (give title Other (specify (Month/Day/Year) below) 1266 KIFER ROAD 02/15/2012 Chairman of the Board (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting SUNNYVALE, CA 94086 Person

(City)	(State)	(Zip) Tal	ble I - Non	-Derivativ	e Secu	rities Acquire	ed, Disposed of, o	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit or Disposed (Instr. 3,	of (D)		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)
Common Stock	04/20/2012		M	17,500	A	\$ 47.86	308,775	D	
Common Stock	04/20/2012		S	17,500 (1)	D	\$ 575.0877 (2)	291,275	D	
Common Stock							95,681	I	by Trust

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

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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 actionDerivative Securities 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Ar Underlying Se (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	I
Non-Qualified Stock Option (right to buy)	\$ 47.86	04/20/2012		M		17,500	(3)	02/11/2015	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 505.23	02/15/2012		A	2,500		<u>(4)</u>	02/15/2022	Common Stock	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
reporting of their runner, runners	Director	Director 10% Owner Officer		Other			
SMITH LONNIE M							
1266 KIFER ROAD	X		Chairman of the Board				
SUNNYVALE, CA 94086							

## **Signatures**

Reporting Person

Lonnie M.
Smith

\*\*Signature of 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 March 8, 2012.
- The average selling price for the transactions was \$575.08766. The shares sold at: \$569.00 \$569.99 = 427 shares; \$570.00 to \$570.99 = 2,261 shares; \$571.00 \$571.99 = 1,771 shares; \$572.00 \$572.99 = 1,538 shares; \$573.00 \$573.99 = 1,030 shares; \$574.00 \$574.99 = 1,836 shares; \$575.00 \$575.99 = 1,554 shares; \$576.00 = \$576.99 = 841 shares; \$577.00 \$577.99 = 366 shares; \$578.00 \$578.99 = 2,282 shares; \$579.00 \$579.99 = 2,349 shares; \$580.00 \$580.99 = 944 shares; \$581.00 \$581.99 = 301 shares.
- (3) Non-statutory stock option granted pursuant to the 2000 Employee Stock Option Plan. Option shall vest 1/8 six months after the date of grant and 1/48th each month thereafter.
- (4) Non-statutory stock option granted pursuant to the 2000 Employee Stock Option Plan. The option vests 1/8th six months after the date of grant and 1/48th monthly thereafter.

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