

MELTZER MARK J
Form 4
February 12, 2010

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 *
MELTZER MARK J

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)
950 KIFER ROAD

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/11/2010

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP & General Counsel

SUNNYVALE, CA 94086

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

(City) (State) (Zip)

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/11/2010		M		200	A	\$ 107.27
Common Stock	02/11/2010		S		200	D	\$ 324 197
Common Stock	02/11/2010		M		300	A	\$ 107.27 497
Common Stock	02/11/2010		S		300	D	\$ 325 197
Common Stock	02/11/2010		M		1,000	A	\$ 107.27 1,197

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Common Stock	02/11/2010	S	100	D	\$ 327.01	1,097	D
Common Stock	02/11/2010	S	900	D	\$ 327	197	D
Common Stock	02/11/2010	M	1,000	A	\$ 107.27	1,197	D
Common Stock	02/11/2010	S	1,000	D	\$ 328	197	D
Common Stock	02/11/2010	M	175	A	\$ 107.27	372	D
Common Stock	02/11/2010	S	175	D	\$ 330	197	D
Common Stock	02/11/2010	M	1,000	A	\$ 107.27	1,197	D
Common Stock	02/11/2010	S	1,000	D	\$ 329	197	D
Common Stock	02/11/2010	M	500	A	\$ 107.27	697	D
Common Stock	02/11/2010	S	500	D	\$ 326	197	D
Common Stock	02/12/2010	M	2,700	A	\$ 107.27	2,897	D
Common Stock	02/12/2010	S	2,700	D	\$ 330	197	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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of

								Shares
Non-Qualified Stock Option (right to buy)	\$ 107.27	02/11/2010	M	200	<u>(1)</u>	02/17/2019	Common Stock	200
Non-Qualified Stock Option (right to buy)	\$ 107.27	02/11/2010	M	300	<u>(1)</u>	02/17/2019	Common Stock	300
Non-Qualified Stock Option (right to buy)	\$ 107.27	02/11/2010	M	1,000	<u>(1)</u>	02/17/2019	Common Stock	1,000
Non-Qualified Stock Option (right to buy)	\$ 107.27	02/11/2010	M	1,000	<u>(1)</u>	02/17/2019	Common Stock	1,000
Non-Qualified Stock Option (right to buy)	\$ 107.27	02/11/2010	M	175	<u>(1)</u>	02/17/2019	Common Stock	175
Non-Qualified Stock Option (right to buy)	\$ 107.27	02/11/2010	M	1,000	<u>(1)</u>	02/17/2019	Common Stock	1,000
Non-Qualified Stock Option (right to buy)	\$ 107.27	02/11/2010	M	500	<u>(1)</u>	02/17/2019	Common Stock	500
Non-Qualified Stock Option (right to buy)	\$ 107.27	02/12/2010	M	2,700	<u>(1)</u>	02/17/2019	Common Stock	2,700

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MELTZER MARK J 950 KIFER ROAD SUNNYVALE, CA 94086			SVP & General Counsel	

Signatures

/s/ Mark Meltzer 02/12/2010

__Signature of Date
Reporting Person

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) 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.

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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