INTUITIVE SURGICAL INC

Form 4

February 17, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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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

may continue. See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

Myriam Curet

2. Issuer Name and Ticker or Trading

Symbol

INTUITIVE SURGICAL INC

[ISRG]

(Last)

(City)

1020 KIFER ROAD

(Middle) 3. Date of Earliest Transaction

(Zip)

(Month/Day/Year) 02/15/2017

(Street)

(State)

(First)

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Director 10% Owner

_X__ Officer (give title __X__ Other (specify below) below)

SVP & Chief Medical Officer / SVP & Chief

Medical Officer

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

SUNNYVALE, CA 94086

(City)	(State) (Z	Zip) Table	I - Non-De	erivative S	Securi	ties Ac	quired, Disposed	of, or Beneficia	lly Owned
1.Title of	2. Transaction Date		3.	4. Securi			5. Amount of	6. Ownership	7. Nature of
Security (Instr. 3)	(Month/Day/Year)	Execution Date, if	Transactio Code	nAcquired Disposed	` ′		Securities Beneficially	Form: Direct (D) or	Indirect Beneficial
(msu. 3)		any (Month/Day/Year)	(Instr. 8)	(Instr. 3,	,	<i>'</i>	Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)
					(A)		Reported Transaction(s)		
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	02/16/2017		M	500	A	\$0	680	D	
Common Stock	02/16/2017		F <u>(1)</u>	188	D	\$0	492	D	

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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Shar
Non-Qualified Stock Option (right to buy)	\$ 716.74	02/15/2017		A	2,000	(2)	02/15/2027	Common Stock	2,0
Restricted Stock Units	\$ 0	02/16/2017		M	500	<u>(3)</u>	02/17/2020	Common Stock	50
Restricted Stock Units	\$ 0	02/15/2017		A	1,333	(3)	02/15/2021	Common Stock	1,3

Reporting Owners

Reporting Owner Name / Address Relatio	nships
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Director 10% Owner Officer Other

Myriam Curet 1020 KIFER ROAD SUNNYVALE, CA 94086

SVP & Chief Medical Officer SVP & Chief Medical Officer

Signatures

By: Lori Serrano For: Myriam
Curet
02/17/2017

**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).
- On 2/16/16, RSU shares were granted, vesting 25% per year over a four year period. RSUs convert into common stock on the vest date on (1) a one-for-one basis. On 2/16/17, 25% of the shares were released and a portion of the shares were held back to cover the statutory tax withholding requirement. The net shares were deposited into the holders account
- (2) 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.
- Each Restricted Stock Unit, granted pursuant to the 2010 Employee Stock Option Plan, represents a contingent right to receive one share (3) of Intuitive Surgical common stock. The grant vests 25% on the first anniversary of the date of grant and annually thereafter, over a four year period of time.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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