Samath Jamie Form 4 February 16, 2018

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

**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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

obligations

(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]

02/15/2018

(Last) (First) (Middle)

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

(Zin)

1020 KIFER ROAD

(Street)

(State)

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 \_ Other (specify below)

VP & Principal Accounting Offi

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)

| (City)                 | (State) (2                           | Table                         | I - Non-De       | rivative S | ecurit           | ties Aco | quired, Disposed o              | of, or Beneficial          | ly Owned              |
|------------------------|--------------------------------------|-------------------------------|------------------|------------|------------------|----------|---------------------------------|----------------------------|-----------------------|
| 1.Title of<br>Security | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if | 3.<br>Transactio | 4. Securi  |                  | r        | 5. Amount of Securities         | 6. Ownership Form: Direct  | 7. Nature of Indirect |
| (Instr. 3)             | (Wional/Day/Tear)                    | any                           | Code             | Disposed   | ` ′              |          | Beneficially                    | (D) or                     | Beneficial            |
|                        |                                      | (Month/Day/Year)              | (Instr. 8)       | (Instr. 3, | 4 and            | 5)       | Owned<br>Following<br>Reported  | Indirect (I)<br>(Instr. 4) | Ownership (Instr. 4)  |
|                        |                                      |                               | Code V           | Amount     | (A)<br>or<br>(D) | Price    | Transaction(s) (Instr. 3 and 4) |                            |                       |
| Common<br>Stock        | 02/15/2018                           |                               | M(1)             | 475        | A                | \$0      | 554                             | D                          |                       |
| Common<br>Stock        | 02/15/2018                           |                               | F(1)             | 165        | D                | \$0      | 389                             | D                          |                       |

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

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(9-02)

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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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(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<br>Exercisable                                      | Expiration<br>Date | Title  | Amo<br>or<br>Num<br>of<br>Shar |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 418.56   | 02/15/2018                           |   | A                                      | 1,725   | (2)  | 02/15/2028         | Common<br>Stock  | 1,7                            |
| Restricted<br>Stock Units                           | \$ 0  | 02/15/2018                           |   | M                                      | 475   | <u>(3)</u>   | 02/15/2021         | Common<br>Stock  | 47                             |
| Restricted<br>Stock Units                           | \$ 0  | 02/15/2018                           |   | A                                      | 1,150   | <u>(3)</u>   | 02/15/2022         | Common<br>Stock  | 1,1                            |

## **Reporting Owners**

| Reporting Owner Name / Address | Relationships |
|--------------------------------|---------------|
|--------------------------------|---------------|

Director 10% Owner Officer Other

Samath Jamie 1020 KIFER ROAD SUNNYVALE, CA 94086

VP & Principal Accounting Offi

#### **Signatures**

Jamie Samath 02/16/2018

\*\*Signature of 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 2/15/2017, RSU shares were granted, vesting 25% per year over a four year period. RSUs convert into common stock on the vest date (1) on a one-for-one basis. On 2/15/18, 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 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.

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