

VISX INC
Form 4
June 01, 2005

FORM 4

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

OMB APPROVAL

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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 *
SAYFORD RICHARD B

(Last) (First) (Middle)
3400 CENTRAL EXPRESSWAY
(Street)
SANTA CLARA, CA 95051

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
VISX INC [EYE]

3. Date of Earliest Transaction
(Month/Day/Year)
05/27/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

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 Ownership (Instr. 4)
Common Stock	05/27/2005		D	800	D 0	D	

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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
Stock Option (Right to Buy)	\$ 5.7188	05/27/2005		D		8,000		<u>(2)</u>	05/16/2007	Common Stock	8,000
Stock Option (Right to Buy)	\$ 11.1875	05/27/2005		D		8,000		<u>(3)</u>	05/15/2008	Common Stock	8,000
Stock Option (Right to Buy)	\$ 70.0625	05/27/2005		D		6,000		<u>(4)</u>	05/12/2009	Common Stock	6,000
Stock Option (Right to Buy)	\$ 20.4375	05/27/2005		D		6,000		<u>(5)</u>	05/19/2010	Common Stock	6,000
Stock Option (Right to Buy)	\$ 21.65	05/27/2005		D		6,000		<u>(6)</u>	05/04/2011	Common Stock	6,000
Stock Option (Right to Buy)	\$ 16.12	05/27/2005		D		6,000		<u>(7)</u>	05/03/2012	Common Stock	6,000
Stock Option (Right to Buy)	\$ 17.06	05/27/2005		D		10,000		<u>(8)</u>	05/23/2013	Common Stock	10,000
Phantom Stock (Right to Aquire)	<u>(9)</u>	05/27/2005		D		880		<u>(10)</u>	<u>(10)</u>	Common Stock	880
Stock Option (Right to Buy)	\$ 22.84	05/27/2005		D		10,000		<u>(11)</u>	05/13/2014	Common Stock	10,000

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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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