

INTUITIVE SURGICAL INC

Form 4

July 28, 2009

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
SMITH LONNIE M

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)

SUNNYVALE, CA 94086

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
03/11/2009

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

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

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)
Common Stock	03/11/2009		G	290	D \$ 0	415,091	D
Common Stock	03/11/2009		G	290	D \$ 0	414,801	D
Common Stock	03/11/2009		G	290	D \$ 0	414,511	D
Common Stock	03/11/2009		G	290	D \$ 0	414,221	D
Common Stock	03/11/2009		G	290	D \$ 0	413,931	D

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Common Stock	07/27/2009	M	15,000	A	\$ 11.74	428,931	D
Common Stock	07/27/2009	S	100	D	\$ 217.362	428,831	D
Common Stock	07/27/2009	S	100	D	\$ 217.3615	428,731	D
Common Stock	07/27/2009	S	3,251	D	\$ 217.8	425,480	D
Common Stock	07/27/2009	S	1,749	D	\$ 217.4	423,731	D
Common Stock	07/27/2009	S	300	D	\$ 217.22	423,431	D
Common Stock	07/27/2009	S	500	D	\$ 217.65	422,931	D
Common Stock	07/27/2009	S	200	D	\$ 217.26	422,731	D
Common Stock	07/27/2009	S	1,000	D	\$ 217.5	421,731	D
Common Stock	07/27/2009	S	4,900	D	\$ 217.6	416,831	D
Common Stock	07/27/2009	S	776	D	\$ 217.78	416,055	D
Common Stock	07/27/2009	S	2,124	D	\$ 217.9	413,931	D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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 Underlying Security (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)	\$ 11.74	07/27/2009	M	15,000	<u>(1)</u>	02/06/2013	Common Stock	15,0
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH LONNIE M 950 KIFER ROAD SUNNYVALE, CA 94086	X		CEO	

Signatures

/s/ Lonnie M.
Smith

07/28/2009

__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).

(1) 1/8 of the option becomes exercisable six months from the date of grant and 1/48 vests 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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