INTUITIVE SURGICAL INC

Form 4

August 01, 2007

FORM 4

subject to

Form 5

obligations

may continue.

Check this box

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

OMB Number:

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response...

if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Section 16. Form 4 or

(Middle)

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 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading Symbol

Issuer

below)

GROSSMAN D KEITH

INTUITIVE SURGICAL INC

(Check all applicable)

5. Relationship of Reporting Person(s) to

[ISRG]

(Last) (First)

950 KIFER ROAD

3. Date of Earliest Transaction

4. If Amendment, Date Original

X_ Director Officer (give title

10% Owner Other (specify

(Month/Day/Year)

07/31/2007

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

(Instr. 8)

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

(Instr. 4)

Person

SUNNYVALE, CA 94086

(City) (State) (Zip)

(Street)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)

(Instr. 3, 4 and 5)

Code V Amount (D) Price

5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I)

(Instr. 4)

Following Reported Transaction(s)

(A) or (Instr. 3 and 4)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of 3. Transaction Date 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and Amount of 4. **Expiration Date** Derivative Conversion (Month/Day/Year) Execution Date, if **Underlying Securities** Transactionof or Exercise (Month/Day/Year) (Instr. 3 and 4) Security Code any Derivative

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Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
\$ 47.09	07/31/2007		M	158	<u>(1)</u>	05/20/2015	Common Stock	158
\$ 47.09	07/31/2007		M	100	<u>(1)</u>	05/20/2015	Common Stock	100
\$ 47.09	07/31/2007		M	500	<u>(1)</u>	05/20/2015	Common Stock	500
\$ 47.09	07/31/2007		M	100	<u>(1)</u>	05/20/2015	Common Stock	100
\$ 47.09	07/31/2007		M	100	<u>(1)</u>	05/20/2015	Common Stock	100
\$ 47.09	07/31/2007		M	100	<u>(1)</u>	05/20/2015	Common Stock	100
\$ 47.09	07/31/2007		M	100	<u>(1)</u>	05/20/2015	Common Stock	100
\$ 47.09	07/31/2007		M	100	<u>(1)</u>	05/20/2015	Common Stock	100
	\$ 47.09 \$ 47.09 \$ 47.09 \$ 47.09 \$ 47.09 \$ 47.09	Derivative Security \$ 47.09 07/31/2007 \$ 47.09 07/31/2007 \$ 47.09 07/31/2007 \$ 47.09 07/31/2007 \$ 47.09 07/31/2007 \$ 47.09 07/31/2007 \$ 47.09 07/31/2007	Security \$ 47.09	Derivative Security Code V \$ 47.09	Derivative Security Required (A) or Disposed of (D) (Instr. 3, 4, and 5) Code V (A) (D) \$ 47.09	Derivative Security	Derivative Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Acquired (A) or (D) (Instr. 3, 4, and 5) Expiration Date \$ 47.09 07/31/2007 M 158 ① 05/20/2015 \$ 47.09 07/31/2007 M 100 ① 05/20/2015 \$ 47.09 07/31/2007 M 500 ① 05/20/2015 \$ 47.09 07/31/2007 M 100 ① 05/20/2015	Derivative Security

Reporting Owners

Reporting Owner Name / Address	Relationships						
•	Director	10% Owner	Officer	Other			
GROSSMAN D KEITH							
950 KIFER ROAD	X						
SUNNYVALE, CA 94086							

Reporting Owners 2

Signatures

D.Keith Grossman 07/31/2007

**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 Non-Employee Directors' Stock Option Plan. Option shall vest 100% one year after the date of grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Signatures 3