

MELTZER MARK J  
Form 4  
April 24, 2012

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MELTZER MARK J

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)  
1266 KIFER ROAD  
  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/20/2012

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
SVP & General Counsel

SUNNYVALE, CA 94086

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting Person

(City) (State) (Zip)

**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) |   |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|
|                                 |                                      |  | Code                           | V   | Amount (D) or Price (A)   |  |   |   |
| Common Stock                    | 04/20/2012                           |  | M                              |   | 1,500   | A  | \$ 107.27 2,095                                       | D |
| Common Stock                    | 04/20/2012                           |  | S                              |   | 1,500<br><u>(1)</u>   | D  | \$ 575.2961<br><u>(2)</u>                             | D |
| Common Stock                    | 04/20/2012                           |  | M                              |   | 2,000   | A  | \$ 107.27 2,595                                       | D |
| Common Stock                    | 04/20/2012                           |  | S                              |   | 2,000<br><u>(1)</u>   | D  | \$ 575.2058<br><u>(3)</u>                             | D |

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

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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 of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Non-Qualified Stock Option (right to buy)  | \$ 107.27  | 04/20/2012                           |  | M                              | 1,500   | <sup>(4)</sup> 02/17/2019                                | Common Stock  | 1,500                      |
| Non-Qualified Stock Option (right to buy)  | \$ 107.27  | 04/20/2012                           |  | M                              | 2,000   | <sup>(4)</sup> 02/17/2019                                | Common Stock  | 2,000                      |

## Reporting Owners

| Reporting Owner Name / Address                           | Relationships |           |                       |       |
|--|---------------|-----------|-----------------------|-------|
|  | Director      | 10% Owner | Officer               | Other |
| MELTZER MARK J<br>1266 KIFER ROAD<br>SUNNYVALE, CA 94086 |               |           | SVP & General Counsel |       |

## Signatures

Mark J. Melzer                      04/23/2012  
 \*\*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) These shares were sold pursuant to a Rule 10b5-1 Trading Plan, entered into on March 13, 2012.
- (2) The average selling price for the transactions was \$575.2959. The shares sold at: \$569.00 - \$569.99 = 37 shares; \$570.00 to \$570.99 = 203 shares; \$571.00 - \$571.99 = 138 shares; \$572.00 - \$572.99 = 111 shares; \$573.00 - \$573.99 = 50 shares; \$574.00 - \$574.99 = 97

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shares; \$575.00 - \$575.99 = 101 shares; \$576.00 - \$576.99 = 267 shares; \$577.00 - \$577.99 = 29 shares; \$578.00 - \$578.99 = 177 shares; \$579.00 - \$579.99 = 187 shares; \$580.00 - \$580.99 = 78 shares; \$581.00 - \$581.99 = 25 shares.

- The average selling price for the transactions was \$575.2057. The shares sold at: \$569.00 - \$569.99 = 52 shares; \$570.00 to \$570.99 = 258 shares; \$571.00 - \$571.99 = 189 shares; \$572.00 - \$572.99 = 157 shares; \$573.00 - \$573.99 = 85 shares; \$574.00 - \$574.99 = 148 shares; \$575.00 - \$575.99 = 150 shares; \$576.00 - \$576.99 = 288 shares; \$577.00 - \$577.99 = 39 shares; \$578.00 - \$578.99 = 239 shares; \$579.00 - \$579.99 = 260 shares; \$580.00 - \$580.99 = 103 shares; \$581.00 - \$581.99 = 32 shares.

- (4) Non-statutory stock option granted pursuant to the 2000 Employee Stock Option Plan. Option shall vest 1/8 six months after the date of grant and 1/48th 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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