

INTUITIVE SURGICAL INC

Form 4

November 03, 2005

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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
GUTHART GARY S

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)
11/02/2005

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

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
Sr. Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/02/2005		M		10,244	A	\$ 14.5	11,892	D	
Common Stock	11/02/2005		M		9,756	A	\$ 11.74	21,648	D	
Common Stock	11/02/2005		S		10,230	D	\$ 90	11,418	D	
Common Stock	11/02/2005		S		100	D	\$ 90.01	11,318	D	
Common Stock	11/02/2005		S		100	D	\$ 90.02	11,218	D	

Edgar Filing: INTUITIVE SURGICAL INC - Form 4

Common Stock	11/02/2005	S	100	D	\$ 90.04	11,118	D
Common Stock	11/02/2005	S	1,000	D	\$ 90.05	10,118	D
Common Stock	11/02/2005	S	400	D	\$ 90.08	9,718	D
Common Stock	11/02/2005	S	1,200	D	\$ 90.09	8,518	D
Common Stock	11/02/2005	S	2,170	D	\$ 90.12	6,348	D
Common Stock	11/02/2005	S	2,200	D	\$ 90.13	4,148	D
Common Stock	11/02/2005	S	100	D	\$ 90.17	4,048	D
Common Stock	11/02/2005	S	200	D	\$ 90.18	3,848	D
Common Stock	11/02/2005	S	200	D	\$ 90.21	3,648	D
Common Stock	11/02/2005	S	2,000	D	\$ 90.3	1,648	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.

SEC 1474
(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)	8. Amount or Number of Shares
				Code	V	(A)	(D)	
Stock Option	\$ 14.5	11/02/2005		M		(1)	01/22/2011	Common Stock 10,244
Stock Option	\$ 11.74	11/02/2005		M		(2)	02/06/2013	Common Stock 9,756

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GUTHART GARY S 950 KIFER ROAD SUNNYVALE, CA 94086			Sr. Vice President	

Signatures

/s/Gary S.
Guthart

11/03/2005

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) All share option grants are vested.
- (2) Exercised shares are fully exercisable; remaining option shares vested at 1/48th of total grant per month.

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.