

MCNAMARA JEROME J
Form 4
April 24, 2012

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 *
MCNAMARA JEROME 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)
EVP da Vinci WW Sales & Mktg

SUNNYVALE, CA 94086

(City) (State) (Zip)

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)
			Code	V	Amount or Price		
Common Stock	04/20/2012		M		10,000 A \$ 303.27	12,686	D
Common Stock	04/20/2012		S		10,000 (1) D \$ 575.0807 (2)	2,686	D
Common Stock	04/20/2012		M		10,000 A \$ 303.27	12,686	D
Common Stock	04/20/2012		S		10,000 (1) D \$ 575.057 (3)	2,686	D
Common Stock	04/20/2012		M		10,000 A \$ 303.27	12,686	D

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Common Stock	04/20/2012	S	<u>10,000</u> (1)	D	\$ 575.1121 (4)	2,686	D
Common Stock	04/20/2012	M	9,144	A	\$ 107.27	11,830	D
Common Stock	04/20/2012	S	<u>9,144</u> (1)	D	\$ 575.0346 (4)	2,686	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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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 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)	\$ 107.27	04/20/2012		M	9,144	(5) 02/17/2019	Common Stock	9,144
Non-Qualified Stock Option (right to buy)	\$ 303.27	04/20/2012		M	10,000	(6) 02/15/2018	Common Stock	10,000
Non-Qualified Stock Option (right to buy)	\$ 303.27	04/20/2012		M	10,000	(6) 02/15/2018	Common Stock	10,000
Non-Qualified Stock Option (right to buy)	\$ 303.27	04/20/2012		M	10,000	(6) 02/15/2018	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

