

CUTERA INC
Form 4
June 02, 2016

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 *
CONNORS KEVIN P

(Last) (First) (Middle)
C/O CUTERA, INC., 3240
BAYSHORE BLVD
(Street)

BRISBANE, CA 94005

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CUTERA INC [CUTR]

3. Date of Earliest Transaction
(Month/Day/Year)
05/31/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
President & CEO

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 Ownership: Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount or Price | | |
| Common Stock | 05/31/2016 | | M | | \$ 8.66 | D | |
| Common Stock | 05/31/2016 | | S | | 10.656 <u>(1)</u> | D | |
| Common Stock | 06/01/2016 | | M | | \$ 8.66 | D | |
| Common Stock | 06/01/2016 | | S | | 10.577 <u>(2)</u> | D | |
| | 06/02/2016 | | M | | \$ 8.66 | D | |

Common
Stock

| | | | | | | | |
|-----------------|------------|---|--------|---|----------------------------|---------|---|
| Common Stock | 06/02/2016 | S | 12,259 | D | \$ 10.567 <u>(3)</u> | 643,878 | D |
|-----------------|------------|---|--------|---|----------------------------|---------|---|

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 Security (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------|-------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number of Shares |
| Employee Stock Option (Right to Buy) | \$ 8.66 | 05/31/2016 | | M | 1,600 | 03/01/2011 ⁽⁴⁾ 06/08/2016 | Common Stock | 120, | |
| Employee Stock Option (Right to Buy) | \$ 8.66 | 06/01/2016 | | M | 19,239 | 08/01/2011 ⁽⁴⁾ 06/08/2016 | Common Stock | 120, | |
| Employee Stock Option (Right to Buy) | \$ 8.66 | 06/02/2016 | | M | 12,259 | 12/01/2011 ⁽⁴⁾ 06/08/2016 | Common Stock | 120, | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| CONNORS KEVIN P C/O CUTERA, INC. | X | | President & CEO | |

3240 BAYSHORE BLVD
BRISBANE, CA 94005

Signatures

/s/ Kevin P.
Connors

06/02/2016

**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) Stock sold pursuant to a 10b5-1 trading plan for employee options that are expiring on June 8,2016. Stock prices ranged from \$10.485 to \$10.780, with \$10.656 being the average. The reporting person undertakes to provide to Cutera, Inc., any security holder of Cutera, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

(2) Stock sold pursuant to a 10b5-1 trading plan for employee options that are expiring on June 8,2016. Stock prices ranged from \$10.400 to \$10.650, with \$10.577 being the average. The reporting person undertakes to provide to Cutera, Inc., any security holder of Cutera, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

(3) Stock sold pursuant to a 10b5-1 trading plan for employee options that are expiring on June 8,2016. Stock prices ranged from \$10.500 to \$10.650, with \$10.567 being the average. The reporting person undertakes to provide to Cutera, Inc., any security holder of Cutera, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

(4) Options vested according to the following schedule: 1/3rd on 06/1/2010 and 1/36th vested monthly 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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