

CUTERA INC
Form 4
March 30, 2015

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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)
03/26/2015

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	03/26/2015		M		8,025 A \$ 10.43	557,457	D
Common Stock	03/26/2015		S		8,025 D \$ 13.2653	549,432	D
Common Stock	03/27/2015		M		85,895 A \$ 10.43	635,327	D
Common Stock	03/27/2015		S		85,895 D \$ 13.0943	549,432	D
	03/30/2015		M		5,784 A \$ 10.43	555,216	D

Common
Stock

Common Stock	03/30/2015	S	5,784	D	\$ 13.1644 <u>(3)</u>	549,432	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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Employee Stock Option (Right to Buy)	\$ 10.43	03/26/2015		M	8,025	05/28/2011 ⁽⁴⁾ 05/28/2015	Common Stock	100,	
Employee Stock Option (Right to Buy)	\$ 10.43	03/27/2015		M	85,895	05/28/2011 ⁽⁴⁾ 05/28/2015	Common Stock	100,	
Employee Stock Option (Right to Buy)	\$ 10.43	03/30/2015		M	5,784	05/28/2011 ⁽⁴⁾ 05/28/2015	Common Stock	100,	

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
Connors

03/30/2015

**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 an employee stock option that was near its expiration date of May 28, 2015. The sales were made through a Rule 10b5-1 Plan and the stock prices ranged from \$13.25 to \$13.42, with \$13.2653 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 an employee stock option that was near its expiration of May 28, 2015. The sales were made through a Rule 10b5-1 Plan and the stock prices ranged from \$13.08 to \$13.25, with \$13.0943 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 an employee stock option that was near its expiration of May 28, 2015. The sales were made through a Rule 10b5-1 Plan and the stock prices ranged from \$13.10 to \$13.28, with \$13.1644 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).

(4) 100% of the shares subject to the stock option grant of 100,000 shares vested on May 28, 2011.

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.