

CUTERA INC
Form 4/A
June 04, 2015

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 *
SANTILLI RONALD J

(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)
06/01/2015

4. If Amendment, Date Original Filed(Month/Day/Year)
06/03/2015

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP & CFO

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 (A) or (D) Price		
Common Stock	06/01/2015		S		4,257 (1) \$ 14.9	D	
Common Stock	06/01/2015		M		15,406 A \$ 8.66	D	
Common Stock	06/01/2015		S		15,406 D \$ 15.0003 (2)	D	
Common Stock	06/02/2015		M		4,197 (6) A \$ 8.66	D	
Common Stock	06/02/2015		S		4,197 (6) D \$ 15 (3)	D	

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Common Stock	06/03/2015	M	7,897	A	\$ 8.66	58,085	D
Common Stock	06/03/2015	S	7,897	D	\$ <u>(4)</u>	50,188	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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(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 or Number of Shares
Employee Stock Option (Right to Buy)	\$ 8.66	06/01/2015		M	15,406	06/01/2010 ⁽⁵⁾	06/08/2016	Common Stock	55,000
Employee Stock Option (Right to Buy)	\$ 8.66	06/02/2015		M	4,197 ⁽⁶⁾	06/01/2010 ⁽⁵⁾	06/08/2016	Common Stock	55,000
Employee Stock Option (Right to Buy)	\$ 8.66	06/03/2015		M	7,897	06/01/2010 ⁽⁵⁾	06/08/2016	Common Stock	55,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
				EVP & CFO

SANTILLI RONALD J
C/O CUTERA, INC.
3240 BAYSHORE BLVD
BRISBANE, CA 94005

Signatures

/s/ Ronald J.
Santilli

06/04/2015

**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) Represents the total number of shares withheld by the Company to settle the reporting person's minimum tax liability on the vesting of Restricted Stock Units (RSUs).

Stock sold pursuant to a 10b5-1 trading plan. Stock prices ranged from 15.00 to \$15.01, with \$15.0003 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 subject to a 10b5-1 trading plan.

Stock sold pursuant to a 10b5-1 trading plan. Stock prices ranged from 15.00 to \$15.01, with \$15.0028 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) Options vest according to the following schedule: 1/3rd on 06/1/2010 and 1/36th vested monthly thereafter.
- (4) The number of shares of the employee stock option that were exercised on June 2, 2015 and then sold on the same day, was erroneously reported in the original Form 4 as 4,192, but it actually was 4,197.
- (5) The number of shares of the employee stock option that were exercised on June 2, 2015 and then sold on the same day, was erroneously reported in the original Form 4 as 4,192, but it actually was 4,197.

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.