

CUTERA INC
Form 4
April 14, 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)
04/10/2015

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	04/10/2015		M		296 A \$ 10.43	549,728	D
Common Stock	04/10/2015		S		296 D \$ 13.5303	549,432	D
Common Stock	04/10/2015		M		14,023 A \$ 10.43	563,455	D
Common Stock	04/10/2015		S		14,023 D \$ 13.3447	549,432	D
	04/13/2015		M		19,277 A \$ 10.43	568,709	D

BRISBANE, CA 94005

Signatures

/s/ Kevin P.
Connors

04/14/2015

__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 \$13.51 to \$13.54, with \$13.5303 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 date of May 28, 2015. The sales were made through a Rule 10b5-1 Plan and the stock prices ranged from \$13.27 to \$13.51, with \$13.3447 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 date of May 28, 2015. The sales were made through a Rule 10b5-1 Plan and the stock prices ranged from \$13.25 to \$13.61, with \$13.455 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) 100% of the shares subject to the stock option grant of 100,000 shares vested on May 28, 2011.
 - (5) Shares subject to the 33,300 stock option grant, vested as follows: 25% on June 1, 2009 and monthly thereafter through June 1, 2012 when they became fully vested.

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.