

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

Common  
Stock

Common Stock 04/13/2015 S 19,277 D \$ 13.455  
(3) 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)	Amount of Underlying Security	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount of Underlying Security
Employee Stock Option (Right to Buy)	\$ 10.43	04/10/2015		M	296	05/28/2011 <sup>(4)</sup>	05/28/2015	Common Stock	100,000
Employee Stock Option (Right to Buy)	\$ 10.43	04/10/2015		M	14,023	06/01/2009 <sup>(5)</sup>	05/28/2015	Common Stock	33,333
Employee Stock Option (Right to Buy)	\$ 10.43	04/13/2015		M	19,277	06/01/2009 <sup>(5)</sup>	05/28/2015	Common Stock	33,333

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CONNORS KEVIN P C/O CUTERA, INC. 3240 BAYSHORE BLVD	X		President & CEO	

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.