

=====

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 (mm/dd/yy) | 3A. Deemed Execution Date if any (mm/dd/yy) | 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 Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Ownership: Direct or Beneficial (Instr. 4) |
|--|--|--------------------------------|---|--------------------------------|--|--|---|--|--|--|--|
| Option to Purchase Common Stock | \$0.04 | 01/21/03 | N/A | A | 100,000 | (1) 01-20-13 | Common Stock 100,000 | N/A | 100,000 | (D) | |

Explanation of Responses:

(1) On January 21, 2003, Paul Pankow was granted the option to purchase an aggregate of 100,000 shares of common stock of Integrated Surgical Systems, Inc. ("ISS"), of which 25,000 shares are exercisable immediately and the remaining 75,000 shares shall become exercisable over a period of 48 months commencing on February 21, 2003, at a rate of 1,562.50 shares per month, provided Paul Pankow is a director of ISS at the time of exercise.

/s/ Paul Pankow

January 22, 2003

**Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.