

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 10-QSB

Quarterly Report under Section 13 or 15(d) of the Securities Exchange Act of 1934

For the quarterly period ended June 30, 2007

Transition Report under Section 13 or 15(d) of the Securities Exchange Act of 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission file number: 1-12471

INTEGRATED SURGICAL SYSTEMS, INC.

-----  
(Exact name of small business issuer as specified in its charter)

Delaware

68-0232575

-----  
(State or other jurisdiction of incorporation or organization)

-----  
(IRS Employer Identification No.)

1433 N. Market Blvd. #1, Sacramento, CA 95834

-----  
(Address of principal executive offices)

(916) 285-9943

-----  
(Issuer's telephone number)

Check whether the issuer (1) filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the past 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.  
Yes  No

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the exchange Act). Yes  No

The number of shares of common stock, \$0.01, par value, outstanding on August 13, 2007 was 4,578,501 Transitional Small Business Disclosure format (check one). Yes  No

Integrated Surgical Systems, Inc.  
Form 10-QSB  
for the quarter ended June 30, 2007

Table of Contents

	Page
	----
Part I. Financial Information	
Item 1. Financial Statements	2
Balance Sheet (unaudited) at June 30, 2007	2
Statements of Operations (unaudited) for the three months ended June 30, 2007 and 2006	3
Statements of Operations (unaudited) for the six months ended June 30, 2007 and 2006	4
Statements of Cash Flows (unaudited) for the six months ended June 30, 2007 and 2006	5
Notes to Financial Statements (unaudited)	6
Item 2. Management's Discussion and Analysis	8

Item 3	Controls and Procedures	10
Part II.	Other Information	
Item 1.	Legal Proceedings	11
Item 4.	Submission of Matters to a Vote of Security Holders	11
Item 6.	Exhibits	11
Signature		12
Certifications		13

Part I. Financial Information

Item 1. Financial Statements (unaudited)

Integrated Surgical Systems, Inc.  
Balance Sheet  
June 30, 2007  
(Unaudited)

Assets	
Current assets:	
Cash	4,421,677
	-----
Total assets	\$ 4,421,677
	=====
Liabilities and stockholders' equity	
Current liabilities:	
Accounts payable	\$ 22,438
Accrued employee retention bonus	486,385
Accrued liabilities	192,400
Due to purchaser	350,000
Other current liabilities	535,830
	-----
Total current liabilities	1,587,053
Convertible preferred stock, \$0.01 par value, 1,000,000 shares authorized; 168 shares issued and outstanding (\$168,496 aggregate liquidation value)	168,496
	-----
Total liabilities	1,755,549
	-----
Stockholders' equity:	
Common stock, \$0.01 par value, 100,000,000 shares authorized; 4,578,501 shares issued and outstanding	45,785
Additional paid-in capital	62,414,160
Deferred compensation	(21,254)
Retained earnings	(59,772,563)
	-----
Total stockholders' equity	2,666,128
	-----
	\$ 4,421,677
	=====

See accompanying notes to financial statements.

Integrated Surgical Systems, Inc.  
Statements of Operations  
(Unaudited)

	Three months ended June 30,	
	2007	2006
Income from continuing operations	\$ --	\$ --
Discontinued Operations (Loss) gain from operations of discontinued business segment (net of taxes of \$50,478 in 2007)	(1,323,212)	272,905
Net gain on sale of assets	6,176,137	--
Income from discontinued operations		4,852,625
Net Income	\$ 4,852,925	\$ 272,905
Basic net income per share		
Continuing	\$ 0.00	\$ 0.00
Discontinued	1.06	0.06
Net income	\$ 1.06	\$ 0.06
Diluted net income per share		
Continuing	\$ 1.06	\$ 0.03
Discontinued	1.06	0.03
Net income	\$ 1.06	\$ 0.03
Shares used in computing basic net income per share	4,578,501	4,508,409
Shares used in computing diluted net income per share	4,578,501	9,474,227

See accompanying notes to financial statements.

Integrated Surgical Systems, Inc.  
 Statements of Operations  
 (Unaudited)

	Six months ended June 30 2007	2006
	-----	-----
Net income from continuing operations	\$       --	\$       --
Discontinued Operations		
(Loss) gain from operations of discontinued business segment (Net of taxes of \$51,278 in 2007)	(1,253,725)	1,245,413
Net Gain on sale of assets	6,176,137	--
	-----	-----
Net Income	\$ 4,922,412	\$ 1,245,413
	=====	=====
Basic net income per share - discontinued operations	\$       1.08	\$       0.28
	=====	=====
Diluted net income per share - discontinued operations	\$       1.08	\$       0.13
	=====	=====
Shares used in computing basic net income per share	4,578,501	4,508,409
	=====	=====
Shares used in computing diluted net income per share	4,578,501	9,474,227
	=====	=====

See accompanying notes to financial statements.

Integrated Surgical Systems, Inc.  
 Statements of Cash Flows  
 (Unaudited)

	Six months ended June 30, 2007	2006
	-----	-----
CASH FLOWS FROM CONTINUING OPERATING	\$ --	\$ --
CASH FLOWS FROM DISCONTINUED OPERATING ACTIVITIES		
Net income from discontinued operations	4,922,412	1,245,413
Adjustments to reconcile net income from discontinued operations to cash flow (used in) provided by discontinued operations:		
Gain on sale of assets (including cancellation of indebtedness of (\$3,876,450 and \$83,431)	(6,176,137)	(83,431)
Depreciation	1,118	
Amortization of deferred compensation	30,285	
Stock based compensation-employees	15,890	
Gain on sale of equipment	(5,000)	(5,000)
Changes in assets and liabilities		
Accounts receivable	(16,109)	21,289
Inventory	(415,242)	119,590
Other current assets	6,237	(113,397)
Accounts payable	(64,488)	44,743
Accrued payroll and related expenses	(22,508)	(816,429)
Accrued liabilities	261,538	(105,336)
Other current liabilities	(754,604)	(221,930)
	-----	-----
Net cash (used in) provided by discontinued operating activities	(2,216,608)	85,512
	-----	-----
CASH FLOWS FROM INVESTING ACTIVITIES		
Net proceeds from sale of assets (net of legal fees of \$20,557)	3,979,443	--
Purchases of fixed assets	(23,426)	
Proceeds from sale of fixed assets	5,000	5,000
	-----	-----
Net cash provided by discontinued investing activities	3,961,017	5,000
	-----	-----
CASH FLOWS FROM DISCONTINUED FINANCING ACTIVITIES		
Proceeds from notes Payable	1,350,000	
Payments of note payable		(142,000)
	-----	-----
Net cash provided by financing activities	1,350,000	(142,000)
	-----	-----
Net increase (decrease) in cash and cash equivalents	3,094,409	(51,488)
Cash and cash equivalents at beginning of year	1,327,268	158,789
	-----	-----
Cash and cash equivalents at end of year	4,421,677	107,301
	=====	=====

See accompanying notes to financial statements.

Integrated Surgical Systems, Inc.  
Notes to Financial Statements (unaudited)

### 1. Organization and Operations

Integrated Surgical Systems, Inc. (Company) was incorporated in Delaware in 1990 to design, manufacture, sell and service image-directed, computer-controlled robotic software and hardware products for use in orthopedic surgical procedures. The Company's products are authorized to be sold through international distributors to hospitals and clinics in European Union member countries and Australia, Canada, India, Israel, Japan, Korea, New Zealand, Switzerland and South Africa.

On June 28, 2007, upon the sale of substantially all of its assets, the Company became inactive. As a result, all the Company's operations have been classified as discontinued operations for all periods presented.

On June 28, 2007, the stockholders approved the future liquidation of the Company if the Company is unable to complete an acquisition or similar transaction within one year from the sale of the assets (Note 3).

### 2. Significant Accounting Policies

#### Basis of presentation

The accompanying unaudited financial statements and related notes have been prepared in accordance with accounting principles generally accepted in the United States for interim financial statements and with the rules and regulations under Regulation SB of the Securities and Exchange Commission for Form 10-QSB. Accordingly, they do not include all of the information and footnotes required by accounting principles generally accepted in the United States for complete financial statements presentation. In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary to present fairly the financial position as of June 30, 2007 and results of operations and cash flows for the six months then ended have been included. These financial statements should be read in conjunction with the financial statements of the Company together with the Company's management discussion and analysis in the Company's Form 10-KSB for the year ended December 31, 2006. Interim results are not necessarily indicative of the results for a full year.

Certain amounts for prior years have been reclassified to conform to 2007 financial statement presentations.

The financial statements include all the accounts of the Company.

#### Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and revenues and expenses during the reporting period. Actual results could differ from those estimates. Significant estimates made by management include revenue recognition, allowances for inventory and warranty liability.

#### New Accounting Pronouncements

Management does not believe that any recently issued, but not yet effective accounting pronouncements, if adopted, would have a material effect on the accompanying financial statements.

### 3. Gain on Sale of Assets

On June 28, 2007, the Company sold substantially all of its assets in exchange for \$4,000,000 in cash, plus the cancellation of a note payable in the amount of \$3,700,000 and accrued interest thereon of \$234,462. The gain on sale of assets consisted of the following:

Proceeds	
Cash	\$ 4,000,000
Cancellation of indebtedness	3,934,462
	-----
Total proceeds	7,934,462
Net book value of assets sold	(1,001,007)
Employee retention incentives	(486,385)
Present value of net future lease payments	(250,376)
Legal expenses	(20,557)
	-----
Gain on sale of assets	\$ 6,176,137
	=====

In connection with the sale:

- (a) Certain employees of the Company received payments to remain with the Company until the closing date to effect an orderly transfer of assets to the purchaser.
- (b) The purchaser has agreed to sublease the Company's space for one year. The Company has accrued the present value of the rent for the balance of the lease term, net of the rent to be received under the sublease.

After the utilization of the Company's net operating loss carryforwards for Federal and state purposes, the Company's income taxes on the gain were approximately \$39,000.

#### 4. Common Stock

Effective July 26, 2007, the Company declared a 1-for-10 reverse stock split of its outstanding shares of common stock. All share and per share amounts have been restated for the split. During the second quarter of 2007, the Company issued options to purchase 30,500 shares of common stock to employees valued at \$8,245. Options to purchase 20,000 shares of common stock are exercisable at \$0.35, per share, through April 11, 2012, 10,000 shares of common stock are exercisable at \$0.31, per share, through April 29, 2012 and 500 shares of common stock are exercisable at \$0.31, per share, through April 30, 2007.

#### 5. Income Taxes

Effective January 1, 2007, the Company adopted the provisions of Financial Accounting Standards Board (FASB) Interpretation No. 48, "Accounting for Uncertainty in Income Taxes, an interpretation of FASB Statement No. 109" (FIN 48). FIN 48 clarifies the accounting for uncertainty in income taxes recognized in the Company's financial statements in accordance with FASB Statement 109, "Accounting for Income Taxes", and prescribes a recognition threshold and measurement process for financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. FIN 48 also provides guidance on derecognition, classification, interest and penalties, accounting in interim periods, disclosure and transition.

Management has evaluated and concluded that there are no significant uncertain tax positions requiring recognition in the Company's financial statements as of January 1, 2007. The evaluation was performed for the tax years ended December 31, 2003, 2004, 2005 and 2006, the tax years which remain subject to examination for Federal and California purposes as of June 30, 2007.

The Company's policy is to classify assessments, if any, for tax related interest as interest expenses and penalties as general and administrative expenses.



## Item 2. Management's Discussion and Analysis

### Forward-Looking Statements

The discussion in this Quarterly Report on Form 10-QSB contains forward-looking statements that have been made pursuant to the provisions of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements are based on current expectations, estimates and projections about the software industry and certain assumptions made by the Company's management. Words such as "anticipates," "expects," "intends," "plans," "believes," "seeks," "estimates," "could," "would," "may" and variations of such words and similar expressions are intended to identify such forward-looking statements. These statements are not guarantees of future performance and are subject to certain risks, uncertainties and assumptions that are difficult to predict; therefore, actual results may differ materially from those expressed or forecasted in any such forward-looking statements. Unless required by law, the Company undertakes no obligation to update publicly any forward-looking statements, whether as a result of new information, future events or otherwise. However, readers should carefully review the risk factors set forth in other reports or documents the Company files from time to time with the SEC, particularly the Company's Annual Report on Form 10-KSB, Quarterly Reports on Form 10-QSB and any Current Reports on Form 8-K.

The following discussion should be read in conjunction with the unaudited financial statements and notes thereto in Part I, Item 1 of this Quarterly Report on Form 10-QSB and with the audited Financial Statements and Notes thereto, together with Management's Discussion and Analysis of Financial Condition and Results of Operations, which are included in the Company's Annual Report on Form 10-KSB for the fiscal year ended December 31, 2006 as filed with the SEC.

### Overview

We were incorporated in Delaware in 1990 to design, manufacture, sell and service image-directed, computer-controlled robotic software and hardware products for use in orthopedic surgical procedures. Although we had not received clearance to market the ROBODOC(R) System (ROBODOC) in the U.S., we were permitted to export the system provided certain requirements were met. Products approved for use by European Union member countries and Australia, Canada, India, Israel, Japan, Korea, New Zealand, Switzerland and South Africa, do not require U.S. FDA export approval. We had sold our robotic systems to international distributors, who in turn resold the product in their territories. Our international distributors were KTEC in Japan, ROCOM Frontier in Korea and Paramount Impex in India.

### Description of the sales transaction

On August 4, 2006, we entered into an Asset Purchase Agreement with Novatrix Biomedical, Inc. ("Novatrix"), as amended, pursuant to which we agreed to sell substantially all of our assets to Novatrix (the "Asset Purchase Agreement"). As consideration for the sale, Novatrix would pay \$4,000,000 for the assets.

The Loan Agreement provided that upon entering into the Asset Purchase Agreement, Novatrix will meet its obligations to us by providing the balance of any loans due to us to fund our working capital in equal amounts for the purpose of developing the ROBODOC and ORTHODOC products. In addition, the Loan Agreement provided that upon the approval by our stockholders of the asset sale, all of our obligations owing under the Loan Agreement shall be forgiven.

On June 28, 2007, the Company completed the sale of substantially all of its assets in exchange for \$4,000,000 in cash, plus the cancellation of the note payable in the amount of \$3,700,000 and accrued interest thereon of \$234,462. The gain on sale of assets consisted of the following (as noted in Notes to Financial Statement, 3. Gain on Sale):

Proceeds	
Cash	\$ 4,000,000
Cancellation of indebtedness	3,934,462
Total proceeds	7,934,462
	-----
Net book value of assets sold	(1,001,007)
Employee retention incentives	(486,385)
Present value of net future lease payments	(250,376)
Legal expenses	(20,557)
	-----
Gain on sale of assets	\$ 6,176,137
	=====

#### Revenues

Product revenue had consisted of sales of our principal orthopedic product, the ROBODOC(R) Surgical Assistant System ("ROBODOC"), which integrated the ORTHODOC(R) Presurgical Planner ("ORTHODOC") with a computer-controlled robot for use in joint replacement surgeries. We had developed specialized operating software for several implant manufacturing companies. These implant manufacturers' contracted with us for the development of software for particular lines of new prosthesis to be used with the ROBODOC system.

#### Results of operations

We generated net income for the second quarter of 2007 of \$4,853,000 or \$1.06 per basic and dilutive share, compared to net income of \$273,000 or \$0.06 per basic share and \$0.03 per dilutive share for the second quarter of 2006.

We generated net income for the first half of 2007 of \$4,922,000 or \$1.08 per basic and dilutive share, compared to net income for the first half of 2006 of \$1,245,000 or \$0.28 per basic and \$0.13 per dilutive share.

#### Discontinued operations

The Company recorded a net loss from discontinued operations before the sale of assets to Novatrix of \$1,323,000 or \$0.27 loss per basic and dilutive shares in Q2 of 2007 as compared to a net gain of \$273,000 or \$0.06 and \$0.03 gain per basic and dilutive shares for the same comparative quarter of 2006. The lack of sales in the second quarter of 2007 as compared to the same quarter of 2006 and the effort of the Company to complete the process involved in obtaining clearance from the FDA to market the ROBODOC system in the U.S. during Q2 of 2007 was the primary reason for this change.

For the first six month period of 2007 the Company recorded a loss from the discontinued business operations before the sale of assets to Novatrix of \$1,254,000 or \$0.27 and \$0.22 loss per basic and dilutive shares as compared to a gain of \$1,245,000 or \$0.28 and \$0.13 gain per basic and dilutive shares for the same six month period of 2006. The gain in 2006 was primarily the result of the sale of two ROBODOC Systems while there were no comparative sales in 2007.

For the three month and six month period of 2007 the Company recorded a gain on sale of assets of \$6,176,000.

#### Liquidity and Capital Resources

The Board has retained two of its outside directors, its Chief Financial Officer, and its Secretary as part time consultants to assist with our continuing obligations under the federal securities laws and to evaluate various merger, acquisition or strategic alliance opportunities. We anticipate that it will take up to twelve months to conclude this process. While no assurance can be given that such opportunities will be available, or if available, on favorable terms, we believe there are numerous opportunities. If we are unsuccessful with respect to a suitable opportunity within twelve months of the closing of the Novatrix transaction, we will liquidate the Company and distribute all our remaining assets, primarily cash, to our stockholders.

We believe our current cash position is adequate to carry out our plan.

At June 30, 2007, our "quick ratio" (cash and accounts receivable divided by current liabilities), a conservative liquidity measure designed to predict our ability to pay bills, was 2.79.

Net cash used in discontinued operating activities was \$2,253,000 for the six months ended June 30, 2007. Cash flows provided from investing activities were \$3,982,000 and resulted primarily from cash received from the sale of assets of \$4,000,000. Cash flows provided by financing activities were \$1,366,000 and consisted of \$1,016,000 from discontinued operations and \$350,000 received to be used exclusively by the purchaser.

We anticipate that we will incur operating losses in the next twelve months.

We do not have any material commitments for capital expenditures.

We do not have any off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on our financial condition, changes in financial condition, revenues or expenses, liquidity or capital resources that are material to our investors.

#### Critical Accounting Policies and Estimates

The preparation of our unaudited financial statements requires us to make estimates and judgments that affect the reported amounts of assets, liabilities, revenue and expenses, and related disclosure of contingent assets and liabilities. On an on-going basis, we evaluate the estimates, including those related to bad debts, inventories, warranties, contingencies and litigation. We base these estimates on historical experience and on other assumptions believed to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. We have discussed our critical accounting policies with our independent accountants. Actual results may differ from these estimates under different assumptions or conditions.

We believe the following critical accounting policies affected our more significant judgments and estimates used in the preparation of our financial statements:

We recognized revenue from sales of our products upon the completion of equipment installation and training at the end-user's site, except when the sales contract requires formal customer acceptance. Equipment sales with contractual customer acceptance provisions were recognized as revenue upon written notification of customer acceptance, which generally occurs after the completion of installation and training. Furthermore, due to business customs in Japan and the interpretation of Japanese law, all equipment sales to Japan were recognized after customer acceptance, which generally occurs after the completion of installation and training. Revenue related to maintenance and service contracts was recognized ratably over the duration of the contracts.

We periodically evaluated the need for allowances for doubtful accounts for estimated losses resulting from the inability of our customers to make required payments.

#### Item 3. Controls and Procedures

(a) Under the supervision and with the participation of management, including our former President, Chief Executive Officer and Chief Financial Officer, an evaluation was made of the effectiveness of our disclosure controls and procedures, as such term is defined under Rule 13a-15(e) promulgated under the Securities Exchange Act of 1934, as amended. Based upon that evaluation, our former President, Chief Executive Officer and our Chief Financial Officer concluded that our disclosure controls and procedures were effective as of the end of the period covered by this quarterly report.

(b) There has been no significant changes in our internal control over financial reporting during the quarter ended June 30, 2007 that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

Part II. Other Information

Item 1. Legal Proceedings

There were no current proceedings or litigation involving us that we believe if judgment were rendered against us would have a material adverse impact on our financial position, results of operation or cash flows.

Item 4. Submission of Matters to a Vote of Security Holders

The annual meeting of the stockholders was held on June 28, 2007. At the meeting, stockholders voted upon the following matters:

1. Election of directors

	FOR ---	AUTHORITY WITHHELD -----
Ramesh C. Trivedi (1)	37,688,812	6,465,088
Michael J. Tomczak	40,440,358	3,713,542
Peter B. Mills (2)	40,454,858	3,699,042

2. Amendment to our Restated Certificate of Incorporation to effect a one-for-ten reverse stock split of our common stock:

FOR ---	AGAINST -----	ABSTAIN -----
38,548,943	5,307,611	297,347

3. The sale of substantially all of our assets to Novatrix Biomedical, Inc.:

FOR ---	AGAINST -----	ABSTAIN -----
25,362,721	973,724	215,755

4. The liquidation of the Company in the event that it is unable to complete an acquisition or similar strategic transaction wi

FOR ---	AGAINST -----	ABSTAIN -----
24,690,959	1,536,959	324,248

(1) On July 16, 2007, Ramesh C. Trivedi resigned as President, Chief Executive Officer, Director and Chairman of the Board of Directors of the Company.

(2) On July 18, 2007 Peter B. Mills was appointed Chief Executive Officer and President of the Company.

Item 6. Exhibits

(a) Exhibits

- 31.1 Certification Pursuant to Exchange Act Rule 13a-14(a) of Peter B. Mills
- 31.2 Certification Pursuant to Exchange Act Rule 13a-14(a) of David H. Adams
- 32.1 Certification Pursuant to Section 1350 of the Sarbanes-Oxley Act of 2002 of Peter B. Mills
- 32.2 Certification Pursuant to Section 1350 of the Sarbanes-Oxley Act of 2002 of David H. Adams

SIGNATURES

In accordance with the requirements of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

INTEGRATED SURGICAL SYSTEMS, INC.

By: /s/ DAVID H. ADAMS

-----  
David H. Adams, Chief Financial Officer

August 14, 2007

CERTIFICATION

I, Peter B. Mills, certify that:

1. I have reviewed this quarterly report on Form 10-QSB of Integrated Surgical Systems, Inc. (the "registrant");
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of and for the periods presented in this report;
4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
  - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
  - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors:
  - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
  - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

/s/ Peter B. Mills

-----

Peter B. Mills, Chief Executive Officer

August 14, 2007

CERTIFICATION

I, David H. Adams, certify that:

1. I have reviewed this quarterly report on Form 10-QSB of Integrated Surgical Systems, Inc. (the "registrant");
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of and for the periods presented in this report;
4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
  - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
  - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors:
  - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
  - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

/s/ David H. Adams

-----

David H. Adams, Chief Financial Officer

August 14, 2007

CERTIFICATION

In connection with the Quarterly Report on Form 10-QSB of Integrated Surgical Systems, Inc. (the "Company") for the period ended June 30, 2007, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Peter B. Mills, Chief Executive Officer of the Company, certify, pursuant to 18 U.S.C. 1350, that:

- (1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ Peter B. Mills

-----

Peter B. Mills, Chief Executive Officer

August 14, 2007



CERTIFICATION

In connection with the Quarterly Report on Form 10-QSB of Integrated Surgical Systems, Inc. (the "Company") for the period ended June 30, 2007, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, David H. Adams, Chief Financial Officer of the Company, certify, pursuant to 18 U.S.C. 1350, that:

- (1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
  
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ David H. Adams

-----  
David H. Adams, Chief Financial Officer

August 14, 2007