

SLATTERY JOSEPH P

Form 4

July 20, 2018

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SLATTERY JOSEPH P

(Last) (First) (Middle)

C/O TRANSENTERIX, INC., 635  
DAVIS DRIVE, SUITE 300

(Street)

MORRISVILLE, NC 27560

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
TRANSENTERIX INC. [TRXC]

3. Date of Earliest Transaction  
(Month/Day/Year)

07/19/2018

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

EVP and CFO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock <u>(1)</u>	07/19/2018		S		56,622	D	\$ 5 <u>(2)</u>	0		D
Common Stock <u>(1)</u>	07/19/2018		M		8,458	A	\$ 1.42	8,458		D
Common Stock <u>(1)</u>	07/19/2018		M		2,083	A	\$ 2.45	10,541		D
Common Stock <u>(1)</u>	07/19/2018		M		5,625	A	\$ 2.94	16,166		D
Common Stock <u>(1)</u>	07/19/2018		M		6,875	A	\$ 3.82	23,041		D

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Common Stock <u>(1)</u>	07/19/2018	M	9,736	A	\$ 3.94	32,777	D	
Common Stock <u>(1)</u>	07/19/2018	M	34,999	A	\$ 4.02	67,776	D	
Common Stock <u>(1)</u>	07/19/2018	S	67,776	D	\$ <u>5</u> (3)	0	D	
Common Stock <u>(4)</u>						25,000 <u>(4)</u>	I	By IRA

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

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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 Securities (Instr. 3 and 4)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Stock Options <u>(1)</u>	\$ 1.42	07/19/2018		M	8,485	<u>(5)</u> 02/02/2027	Common Stock	8,458
Stock Options <u>(1)</u>	\$ 2.45	07/19/2018		M	2,083	<u>(5)</u> 10/28/2025	Common Stock	2,083
Stock Options <u>(1)</u>	\$ 2.94	07/19/2018		M	5,625	<u>(5)</u> 02/04/2025	Common Stock	5,625
Stock Options <u>(1)</u>	\$ 3.82	07/19/2018		M	6,875	<u>(5)</u> 02/12/2026	Common Stock	6,875
Stock Options <u>(1)</u>	\$ 3.94	07/19/2018		M	9,736	<u>(6)</u> 05/27/2024	Common Stock	9,736
Stock Options	\$ 4.02	07/19/2018		M	34,999	<u>(6)</u> 04/21/2024	Common Stock	34,999

(1)

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director    10% Owner    Officer    Other
SLATTERY JOSEPH P C/O TRANSENTERIX, INC. 635 DAVIS DRIVE, SUITE 300 MORRISVILLE, NC 27560	EVP and CFO

## Signatures

/s/ Joshua Weingard, as Attorney-in-Fact for Joseph  
Slattery

07/20/2018

\_\_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) The transaction occurred pursuant to a written trading plan dated November 29, 2017 meeting the requirements of Rule 10b5-1(c).  
  
The sale price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$5.00 to \$5.035 inclusive. The reporting person undertakes to provide to TransEnterix, Inc., any security holder of TransEnterix, 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 to this Form 4.
- (2) The sale price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$5.00 to \$5.005 inclusive. The reporting person undertakes to provide to TransEnterix, Inc., any security holder of TransEnterix, 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 to this Form 4.
- (3) Following the sales on July 19, 2018, the reporting person continues to beneficially own 25,000 shares of the company's common stock. The reporting person also holds stock options to acquire 1,819,045 shares of common stock, of which approximately 26% are vested, and restricted stock units representing an additional 595,777 shares of common stock subject to forfeiture restrictions.
- (4) Vests 25% on the first anniversary of the date of grant and 1/48th of the entire award monthly on the vesting date anniversary for 36 months, subject to acceleration as set forth in the Incentive Plan.
- (5) Previously vested.
- (6)

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

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