

SLATTERY JOSEPH P

Form 4

July 06, 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

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(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)

07/03/2018

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 ____ Other (specify
below) 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	07/03/2018		M	166,667	A \$ 0	166,667	D
Common Stock	07/03/2018		F ⁽¹⁾	58,334	D \$ 3.84	108,333	D
Common Stock ⁽²⁾	07/03/2018		S	2,491	D \$ 4.01	105,842	D
Common Stock ⁽²⁾ ⁽³⁾	07/03/2018		S	11,883	D \$ 4	93,959 ⁽³⁾	D
Common Stock ⁽²⁾	07/05/2018		S	37,337	D \$ 4	56,622	D

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Common Stock ⁽³⁾ 25,000 ⁽³⁾ I By IRA

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

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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Restricted Stock Units	(4)	07/03/2018		M	166,667	(5) (5)	Common Stock 166,667

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 07/06/2018

 **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) This transaction represents the payment of a tax liability on the lapse of forfeiture restrictions on a derivative security and acquisition of the underlying shares.
- (2) The transaction occurred pursuant to a written trading plan dated November 29, 2017, meeting the requirements of Rule 10b5-1(c).
- (3) Following the sales on July 3, 2018 and July 5, 2018, the reporting person continues to beneficially own 81,622 shares of the company's common stock. The reporting person also holds stock options to acquire 1,886,821 shares of common stock, of which approximately 27%

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are vested, and restricted stock units representing an additional 595,777 shares of common stock subject to forfeiture restrictions.

- (4) Each restricted stock unit represents the right to receive one share of the Registrant's common stock.

Forfeiture restrictions will lapse as to 1/3rd of the Restricted Stock Units on each of the first three anniversaries of the date of grant, as

- (5) long as the Reporting Person remains in the employ of the Registrant. The lapse of forfeiture restrictions may accelerate on certain events as set forth in an employment agreement or the Incentive Plan.

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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