

SafeStitch Medical, Inc.  
Form 4  
December 10, 2013

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

OMB APPROVAL

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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 \*  
StepStone Group Holdings LLC

2. Issuer Name and Ticker or Trading Symbol  
SafeStitch Medical, Inc. [SFES]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
505 FIFTH AVE., 17TH FLOOR,  
  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/06/2013

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

NEW YORK, NY 10017

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_\_\_ Form filed by One Reporting Person  
\_X\_ Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Ownership (Instr. 4)
Common Stock, par value \$0.001 per share	12/06/2013		C	5,611,555	A <u>(1)</u> 17,402,565 <u>(2)</u>	I	See Footnote <u>(3)</u>

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 of Number of Shares
Series B Preferred Stock	(1)	12/06/2013		C	561,155.5	(1) (1)	Common Stock, par value \$0.001 5,611,55

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
StepStone Group Holdings LLC 505 FIFTH AVE., 17TH FLOOR NEW YORK, NY 10017		X		
StepStone Group LP 4350 LA JOLLA VILLAGE DRIVE SUITE 800 SAN DIEGO, CA 92122		X		
StepStone Pioneer Capital Buyout Fund II, L.P. 505 FIFTH AVE., 17TH FLOOR NEW YORK, NY 10017		X		
StepStone Pioneer Capital II, L.P. 505 FIFTH AVE., 17TH FLOOR NEW YORK, NY 10017		X		
StepStone-SYN Investments, L.L.L.P. 505 FIFTH AVE., 17TH FLOOR NEW YORK, NY 10017		X		
StepStone PC GP, LLC 505 FIFTH AVE., 17TH FLOOR NEW YORK, NY 10017		X		

## Signatures

StepStone Group Holdings LLC, by its partner and general counsel, Jason Ment. /s/ Jason Ment 12/10/2013

\*\*Signature of Reporting Person

Date

StepStone Group LP, by its general partner StepStone Group Holdings LLC, by its partner and general counsel, Jason Ment. /s/ Jason Ment 12/10/2013

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\_\_Signature of Reporting Person

Date

StepStone PC GP, LLC, by its sole member StepStone Group LP, by its general partner StepStone Group Holdings LLC, by its partner and general counsel, Jason Ment. /s/ Jason Ment

12/10/2013

\_\_Signature of Reporting Person

Date

Each StepStone Fund, by their respective general partner StepStone PC GP, LLC, by its sole member StepStone Group LP, by its general partner StepStone Group Holdings LLC, by its partner and general counsel, Jason Ment. /s/ Jason Ment

12/10/2013

\_\_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) Shares of Series B Preferred Stock are convertible into Common Stock on a 10 for 1 basis at any time and have no expiration date.

The reporting persons may be deemed to be members of a group beneficially owning 10% or more of the shares of common stock of the issuer ("Common Shares") within the meaning of Section 13(d) of the Securities Exchange Act of 1934. Except as set forth herein,

(2) the reporting persons disclaim beneficial ownership of all securities other than those reported herein, and this report shall not be deemed an admission that such a group exists or that the reporting persons are the beneficial owner of the securities of such group for purposes of Section 16 or any other purpose.

StepStone Group Holdings LLC is the general partner of StepStone Group LP ("StepStone LP"), which is the sole member of StepStone PC GP, LLC ("StepStone PC"), which is the sole general partner of each of StepStone Pioneer Capital Buyout Fund II, L.P. ("StepStone

(3) Buyout"), StepStone Pioneer Capital II, L.P. ("StepStone Capital II") and StepStone-SYN Investments, L.L.L.P. ("StepStone SYN" and, together with StepStone Buyout and StepStone Capital II, the "StepStone Funds"). StepStone Buyout directly owns 83,037 Common Shares, StepStone Capital II directly owns 147,622 Common Shares and StepStone SYN owns 17,171,906 Common Shares.

### Remarks:

Each of the StepStone Funds disclaims beneficial ownership of any Common Shares held by any other person. Each of StepStone

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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