

TRANSENERIX 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 *
SVLSF IV, LLC

(Last) (First) (Middle)

ONE BOSTON PLACE, 201
WASHINGTON STREET, SUITE
3900

(Street)

BOSTON, MA 02108

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

TRANSENERIX INC. [TRXC.OB]

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

12/06/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

___ Form filed by One Reporting Person
X 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)
			Code	V	Amount	Price	
Common Stock	12/06/2013		C		11,230,935	A \$ 0.4	D ⁽¹⁾
Common Stock	12/06/2013		C		318,855	A \$ 0.4	D ⁽²⁾

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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount
Series B Convertible Preferred Stock	(3)	12/06/2013		C	1,123,093.5 (3)	(3)	(3)	Common Stock	11,2
Series B Convertible Preferred Stock	(3)	12/06/2013		C	31,885.5 (3)	(3)	(3)	Common Stock	31

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SVLSF IV, LLC ONE BOSTON PLACE 201 WASHINGTON STREET, SUITE 3900 BOSTON, MA 02108		X		
SV LIFE SCIENCES FUND IV, L.P. ONE BOSTON PLACE 201 WASHINGTON STREET, SUITE 3900 BOSTON, MA 02108		X		
SV LIFE SCIENCES FUND IV STRATEGIC PARTNERS, L. P. ONE BOSTON PLACE 201 WASHINGTON STREET, SUITE 3900 BOSTON, MA 02108		X		
SV Life Sciences Fund IV (GP), L.P. ONE BOSTON PLACE 201 WASHINGTON STREET, SUITE 3900 BOSTON, MA 02108		X		

Signatures

Denise Marks 12/10/2013

**Signature of
Reporting Person

Date

Denise Marks 12/10/2013

**Signature of Reporting Person	Date
Denise Marks	12/10/2013
**Signature of Reporting Person	Date
Denise Marks	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).

These shares are owned directly by SV Life Sciences Fund IV, L.P. ("SVLS IV LP"). SV Life Sciences Fund IV (GP), L.P. ("SVLS IV GP"), the general partner of SVLS IV LP, may be deemed to share voting and dispositive power over the shares held by SVLS IV LP.

- (1) SVLSF IV, LLC, the general partner of SVLS IV GP, may be deemed to share voting and dispositive power over the shares held by SVLS IV LP. SVLS IV GP and SVLSF IV, LLC disclaim beneficial ownership of shares held by SVLS IV LP except to the extent of any pecuniary interest therein.

These shares are owned directly by SV Life Sciences Fund IV Strategic Partners, L.P. ("Strategic Partners"). SVLS IV GP, the general partner of Strategic Partners, may be deemed to share voting and dispositive power over the shares held by Strategic Partners. SVLSF IV,

- (2) LLC, the general partner of SVLS IV GP, may be deemed to share voting and dispositive power over the shares held by Strategic Partners. SVLS IV GP and SVLSF IV, LLC disclaim beneficial ownership of shares held by Strategic Partners except to the extent of any pecuniary interest therein.

Upon the filing of the Issuer's Amended and Restated Certificate of Incorporation on December 6, 2013, each issued and outstanding

- (3) share of Series B Convertible Preferred Stock automatically converted into ten (10) shares of the Issuer's common stock. The Series B Convertible Preferred Stock has no expiration date.

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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