

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 \*  
Starling William N JR

(Last) (First) (Middle)

345 GOLDEN HILLS DRIVE

(Street)

PORTOLA VALLEY, CA 94028

(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  10% Owner  
 Officer (give title below)  Other (specify below)

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

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	12/06/2013		C	8,662,344 A	\$ 0.4 25,487,597	I	By Synergy Life Science Partners, L.P. <sup>(1)</sup>
Common Stock					1,960,610	I	By Synecor, L.L.C. <sup>(2)</sup>
Common Stock					23,066	I	By Mark Starling, Trustee of the William N. Starling,

Common Stock	676,121	I	Jr. and Dana Gregory Starling 1990 Irrevocable  By W. Starling and D. Starling, Trustees of the Starling Family Trust, UDT August 15, 1990
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Series B Convertible Preferred Stock	(3)	12/06/2013		C	866,234.4 (3)	(3)	(3)	Common Stock	8,662,

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other

Starling William N JR  
345 GOLDEN HILLS DRIVE X  
PORTOLA VALLEY, CA 94028

## Signatures

William N.  
Starling, Jr.

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) The Reporting Person is a Manager of Synergy Venture Partners, LLC which serves as the sole General Partner of Synergy Life Science Partners, LP ("Synergy"). As such, the Reporting Person shares voting and investment control over the securities owned by Synergy, and may be deemed to own beneficially the securities held by Synergy. The Reporting Person disclaims beneficial ownership of the shares held by Synergy except to the extent of this proportionate pecuniary interest therein.

(2) The Reporting Person is a managing member of Synecor, L.L.C. ("Synecor"). The Reporting Person disclaims beneficial ownership of the shares held by Synecor except to the extent of his pecuniary interest therein.

(3) Upon the filing of the Issuer's Amended and Restated Certificate of Incorporation on December 6, 2013, each issued and outstanding 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.