

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Shameze Rampertab</u>			2. Issuer Name and Ticker or Trading Symbol <u>TRANSENERIX, INC. [TRXC]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <u>EVP, Chief Financial Officer</u>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>02/08/2021</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
635 DAVIS DRIVE SUITE 300			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) <u>MORRISVILLE NC 27560</u>								
(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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Options ⁽¹⁾	\$4.21	02/08/2021		A		73,078		(2)	02/08/2028	Common Stock	73,078	\$0.00	73,078	D	
Restricted Stock Units ⁽¹⁾⁽³⁾	\$0.00	02/08/2021		A		59,112		(4)	(4)	Common Stock	59,112	\$0.00	59,112	D	
Restricted Stock Units ⁽¹⁾⁽⁵⁾	\$0.00	02/08/2021		A		59,112		(6)	(6)	Common Stock	59,112	\$0.00	59,112	D	
Restricted Stock Units ⁽¹⁾⁽³⁾	\$0.00	02/08/2021		A		59,200		(7)	(7)	Common Stock	59,200	\$0.00	59,200	D	

Explanation of Responses:

- Award subject to forfeiture if the Registrant's stockholders do not approve an increase in the number of shares available under the Plan at the Registrant's 2021 annual meeting of stockholders.
- Vests one-third annually on each of February 4, 2022, 2023 and 2024, subject to acceleration as set forth in the Registrant's Amended and Restated Incentive Compensation Plan ("Plan") and the Reporting Person's Employment Agreement with the Registrant ("Employment Agreement").
- Each restricted stock unit ("RSU") represents the right to receive one share of the Registrant's common stock.
- Forfeiture restrictions will lapse on the RSUs in three equal installments of 19,704 on each of February 4, 2022, 2023 and 2024, as long as the Reporting Person remains in continuous service during the vesting period, subject to acceleration as set forth in the Plan and the Employment Agreement.
- Each performance-based restricted stock unit ("PRSU") represents the right to receive one share of the Registrant's common stock.
- PRSU award with time-based vesting in three equal installments of 19,704 on each of February 4, 2022, 2023 and 2024, and performance-based vesting only if, designated corporate goals are met.
- Represents a discretionary retention bonus. Forfeiture restrictions will lapse on the RSUs on February 4, 2022, as long as the Reporting Person remains in continuous service during the vesting period.

Remarks:

/s/ Joshua Weingard, as attorney-in-fact for Shameze Rampertab 02/08/2021

** Signature of Reporting Person Date

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

* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.