

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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).

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>SVLSF IV, LLC</u>  (Last) (First) (Middle) <u>ONE BOSTON PLACE</u> <u>201 WASHINGTON STREET, SUITE 3900</u>  (Street) <u>BOSTON MA 02108</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>TRANSENTERIX INC. [ TRXC.OB ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/06/2013</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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				
Common Stock	12/06/2013		C		11,230,935	A	\$0.4	33,045,287	D <sup>(1)</sup>		
Common Stock	12/06/2013		C		318,855	A	\$0.4	938,177	D <sup>(2)</sup>		

**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	Amount or Number of Shares				
Series B Convertible Preferred Stock	(3)	12/06/2013		C		1,123,093.5 <sup>(3)</sup>		(3)	(3)	Common Stock	11,230,935	\$0.00	0	D <sup>(1)</sup>	
Series B Convertible Preferred Stock	(3)	12/06/2013		C		31,885.5 <sup>(3)</sup>		(3)	(3)	Common Stock	318,855	\$0.00	0	D <sup>(2)</sup>	

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)

1. Name and Address of Reporting Person\*  
SV LIFE SCIENCES FUND IV, L.P.  
 (Last) (First) (Middle)  
ONE BOSTON PLACE  
201 WASHINGTON STREET, SUITE 3900  
 (Street)  
BOSTON MA 02108  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
SV LIFE SCIENCES FUND IV STRATEGIC PARTNERS, L.P.  
 (Last) (First) (Middle)  
ONE BOSTON PLACE

201 WASHINGTON STREET, SUITE 3900

(Street)

BOSTON MA 02108

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

SV Life Sciences Fund IV (GP), L.P.

(Last)

(First)

(Middle)

ONE BOSTON PLACE  
201 WASHINGTON STREET, SUITE 3900

(Street)

BOSTON MA 02108

(City)

(State)

(Zip)

**Explanation of Responses:**

1. 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. 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.
2. 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, 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.
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.

**Remarks:**

Denise Marks

12/10/2013

Denise Marks

12/10/2013

Denise Marks

12/10/2013

Denise Marks

12/10/2013

\*\* 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.