

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* <b>SLATTERY JOSEPH P</b>  (Last) (First) (Middle) <b>C/O TRANSENERIX, INC.</b> <b>635 DAVIS DRIVE, SUITE 300</b>  (Street) <b>MORRISVILLE NC 27560</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>TRANSENERIX INC. [ TRXC ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>EVP and CFO</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>06/25/2018</b>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	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

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 <sup>(1)</sup>	06/25/2018		M		37,875	A	\$1.53	201,240	D	
Common Stock	06/25/2018		M		64,583	A	\$2.45	265,823	D	
Common Stock	06/25/2018		M		131,383	A	\$2.94	397,206	D	
Common Stock <sup>(1)</sup>	06/25/2018		S		233,841	D	\$5	163,365	D	
Common Stock	06/26/2018		M		93,616	A	\$2.94	256,981	D	
Common Stock <sup>(1)</sup>	06/26/2018		M		8,465	A	\$3.82	265,446	D	
Common Stock <sup>(1)</sup>	06/26/2018		S		178,598	D	\$5	86,848	D	
Common Stock <sup>(1)</sup>	06/26/2018		S		4,483	D	\$5.01	82,365	D	
Common Stock <sup>(1)</sup>	06/27/2018		S		82,365	D	\$6.01 <sup>(2)</sup>	0	D	
Common Stock <sup>(1)</sup>	06/27/2018		M		184,035	A	\$3.82	184,035	D	
Common Stock <sup>(1)</sup>	06/27/2018		M		16,164	A	\$3.94	200,199	D	
Common Stock <sup>(1)(3)</sup>	06/27/2018		S		200,199	D	\$6 <sup>(4)</sup>	0 <sup>(3)</sup>	D	
Common Stock <sup>(3)</sup>								25,000 <sup>(3)</sup>	I	By IRA

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				
Stock Option <sup>(1)</sup>	\$1.53	06/25/2018		M		37,875		(5)	10/25/2026	Common Stock	37,875	\$0.00	87,500	D	
Stock Option <sup>(1)</sup>	\$2.45	06/25/2018		M		64,583		(5)	10/28/2025	Common Stock	64,583	\$0.00	35,417	D	
Stock Option <sup>(1)</sup>	\$2.94	06/25/2018		M		131,383		(5)	02/04/2025	Common Stock	131,383	\$0.00	138,617	D	
Stock Option <sup>(1)</sup>	\$2.94	06/26/2018		M		93,616		(5)	02/04/2025	Common Stock	93,616	\$0.00	45,001	D	
Stock Option	\$3.82	06/26/2018		M		8,465		(5)	02/12/2026	Common Stock	8,465	\$0.00	321,535	D	
Stock Option <sup>(1)</sup>	\$3.82	06/27/2018		M		184,035		(5)	02/12/2026	Common Stock	184,035	\$0.00	137,500	D	
Stock Option <sup>(1)</sup>	\$3.94	06/27/2018		M		16,164		(5)	05/27/2024	Common Stock	16,164	\$0.00	9,736	D	

Explanation of Responses:

- The transaction occurred pursuant to a written trading plan dated November 29, 2017 meeting the requirements of Rule 10b5-1(c).
- The sale price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$6.01 to \$6.025 inclusive. The reporting person undertakes to provide to

TransEnterix, Inc., any security holder of TransEnterix, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote to this Form 4.

3. Following the sales on June 25, 2018, June 26, 2018 and June 27, 2018, the reporting person continues to beneficially own 25,000 shares of the company's common stock. The reporting person also holds stock options to acquire 1,886,821 shares of common stock, of which approximately 27% are vested, and restricted stock units representing an additional 762,444 shares of common stock subject to forfeiture restrictions.

4. The sale price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$6.00 to \$6.01 inclusive. The reporting person undertakes to provide to TransEnterix, Inc., any security holder of TransEnterix, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote to this Form 4.

5. Vests 25% on the first anniversary of the date of grant and 1/48th of the entire award monthly on the vesting date anniversary for 36 months, subject to acceleration as set forth in the Incentive Plan and in connection with a termination of employment following a change in control under an employment agreement.

**Remarks:**

[/s/ Joshua Weingard, as  
Attorney-in-Fact for Joseph  
Slattery](#)      [06/27/2018](#)

\*\* 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.

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