

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**

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>07/19/2018</b>	
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 <sup>(1)</sup>	07/19/2018		S		56,622	D	\$5 <sup>(2)</sup>	0	D	
Common Stock <sup>(1)</sup>	07/19/2018		M		8,458	A	\$1.42	8,458	D	
Common Stock <sup>(1)</sup>	07/19/2018		M		2,083	A	\$2.45	10,541	D	
Common Stock <sup>(1)</sup>	07/19/2018		M		5,625	A	\$2.94	16,166	D	
Common Stock <sup>(1)</sup>	07/19/2018		M		6,875	A	\$3.82	23,041	D	
Common Stock <sup>(1)</sup>	07/19/2018		M		9,736	A	\$3.94	32,777	D	
Common Stock <sup>(1)</sup>	07/19/2018		M		34,999	A	\$4.02	67,776	D	
Common Stock <sup>(1)</sup>	07/19/2018		S		67,776	D	\$5 <sup>(3)</sup>	0	D	
Common Stock <sup>(4)</sup>								25,000 <sup>(4)</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					
Stock Options <sup>(1)</sup>	\$1.42	07/19/2018		M		8,485	(5)	02/02/2027	Common Stock	8,458	\$0.00	262,209	D	
Stock Options <sup>(1)</sup>	\$2.45	07/19/2018		M		2,083	(5)	10/28/2025	Common Stock	2,083	\$0.00	33,334	D	
Stock Options <sup>(1)</sup>	\$2.94	07/19/2018		M		5,625	(5)	02/04/2025	Common Stock	5,625	\$0.00	39,376	D	
Stock Options <sup>(1)</sup>	\$3.82	07/19/2018		M		6,875	(5)	02/12/2026	Common Stock	6,875	\$0.00	130,625	D	
Stock Options <sup>(1)</sup>	\$3.94	07/19/2018		M		9,736	(6)	05/27/2024	Common Stock	9,736	\$0.00	0	D	
Stock Options <sup>(1)</sup>	\$4.02	07/19/2018		M		34,999	(6)	04/21/2024	Common Stock	34,999	\$0.00	465,001	D	

**Explanation of Responses:**

1. The transaction occurred pursuant to a written trading plan dated November 29, 2017 meeting the requirements of Rule 10b5-1(c).
2. The sale price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$5.00 to \$5.035 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. The sale price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$5.00 to \$5.005 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.
4. Following the sales on July 19, 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 1,819,045 shares of common stock, of which approximately 26% are vested, and restricted stock units representing an additional 595,777 shares of common stock subject to forfeiture restrictions.
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.
6. Previously vested.

**Remarks:**

/s/ Joshua Weingard, as  
Attorney-in-Fact for Joseph      07/20/2018  
Slattery

\*\* 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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