

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* <u>Pope Todd</u> (Last) (First) (Middle) <u>C/O TRANSENERIX, INC.</u> <u>635 DAVIS DRIVE, SUITE 300</u> (Street) <u>MORRISVILLE NC 27560</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>TRANSENERIX INC. [TRXC]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President and CEO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/25/2018</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 ⁽¹⁾	06/25/2018		M		138,555	A	\$0.35	454,627	D	
Common Stock ⁽¹⁾	06/25/2018		S		100,000	D	\$4.35	354,627	D	
Common Stock ⁽¹⁾	06/25/2018		M		61,445	A	\$0.35	416,072	D	
Common Stock ⁽¹⁾	06/25/2018		S		100,000	D	\$4.85	316,072	D	
Common Stock ⁽¹⁾	06/26/2018		M		160,086	A	\$0.35	476,158	D	
Common Stock ⁽¹⁾⁽²⁾	06/26/2018		S		160,086	D	\$5.35	316,072 ⁽²⁾	D	

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 Option ⁽¹⁾	\$0.35	06/25/2018		M			138,555	03/02/2015	04/12/2022	Common Stock	138,555	\$0.00	0	D	
Stock Option ⁽¹⁾	\$0.35	06/25/2018		M			61,445	06/02/2013	04/12/2022	Common Stock	61,445	\$0.00	221,258	D	
Stock Option ⁽¹⁾	\$0.35	06/26/2018		M			160,086	10/02/2014	04/12/2022	Common Stock	160,086	\$0.00	61,172	D	

Explanation of Responses:

- The identified transactions set forth on this Form 4 were made pursuant to a Rule 10b5-1(c) sales plan executed by the reporting person on August 9, 2017, as amended on September 20, 2017.
- Following the sales on June 25, 2018 and June 26, 2018, the reporting person continues to beneficially own 316,072 shares of the company's common stock. The reporting person also holds stock options to acquire 4,035,262 shares of common stock, of which approximately 47% are vested, and restricted stock units representing an additional 2,226,555 shares of common stock subject to forfeiture restrictions.

Remarks:

/s/ Joshua Weingard, as
Attorney-in-Fact for Todd Pope 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.

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.