Edgar Filing: Stereotaxis, Inc. - Form 4

Stereotaxis, Inc. Form 4											
November 18, 2	1	TATES SECI	S SECURITIES AND EXCHANGE COMMISSION						OMB APPROVAL		
			ashington,					OMB Number:	3235-0287		
Check this be if no longer subject to Section 16. Form 4 or		STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Expires:January 31 2009Estimated average burden hours per response0.5		
Form 5 obligations may continue <i>See</i> Instruction 1(b). (Print or Type Resp	Section 17(a)	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940									
1. Name and Addr Benfer David	Symbo	2. Issuer Name and Ticker or Trading Symbol Stereotaxis, Inc. [STXS]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) 7618 SILVERV	(Month	3. Date of Earliest Transaction (Month/Day/Year) 11/14/2013				X_ Director 10% Owner Officer (give title Other (specify below) below)					
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
LAKEWOOD	RANCH, FL 34	1202					Person		porting		
(City)	(State) (Z	Zip) Ta	ble I - Non-D	erivative S	Securi	ties Ac	quired, Disposed of	f, or Beneficia	lly Owned		
	. Transaction Date Month/Day/Year)	2A. Deemed Execution Date, any (Month/Day/Yea	Code	TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A)			SecuritiesHBeneficially(OwnedH	5. Ownership Form: Direct D) or Indirect (I) Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common 1 Stock	1/14/2013		Code V X	Amount 4,822 (1)	or (D) A	Price \$ 3	(Instr. 3 and 4)	D			
Common	1/14/2013		X	<u> </u>	А	\$ 3	2,700	I	Spouse		

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

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 control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

Edgar Filing: Stereotaxis, Inc. - Form 4

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. Transactio Code (Instr. 8)	5. Number of orDerivative 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 Underlying Securiti (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Share
Subscription Rights (rights to buy) (2)	\$ 3	11/14/2013		Х	14,467	10/31/2013	11/21/2013	Common Stock	4,82
Subscription Rights (right to buy) $\frac{(2)}{2}$	\$ 3	11/14/2013		Х	2,025	10/31/2013	11/21/2013	Common Stock	67:

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director 10% Owner Officer		Officer	Other			
Benfer David 7618 SILVERWOOD COURT LAKEWOOD RANCH, FL 34202	Х						
Signatures							
/s/ Karen W. Duros, Attorney-in-Fact	11	1/18/2013					
**Signature of Reporting Person		Date					

Explanation of Responses:

* 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).

- (1) Shares to be settled following the closing of the offering period for rights, which is expected to be November 21, 2013.
- The Company issued to each holder of record, as of October 31, 2013, and certain warrant holders, subscription rights to acquire shares of(2) common stock of Stereotaxis, Inc. in accordance with a prospectus dated October 29, 2013. Each subscription right entitles the holder to purchase one-third of a share of Stereotaxis, Inc. common stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.