

Stereotaxis, Inc.  
Form 4  
June 12, 2015

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MIDDLETON FRED A

(Last) (First) (Middle)

C/O STEREOTAXIS, INC., 4320  
FOREST PARK AVENUE, SUITE  
100

(Street)

ST. LOUIS, MO 63108

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Stereotaxis, Inc. [STXS]

3. Date of Earliest Transaction  
(Month/Day/Year)  
06/10/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person  
 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)		
				(A) or (D)	Price				
				Code	V	Amount	(D)	Price	
Common Stock						D		46,810	
Common Stock	06/10/2015		S	3,454	D	\$ 1.6	1,146,072	I	Sanderling Venture Partners VI Co-Investment Fund, L.P.
Common Stock	06/11/2015		S	11,703	D	\$ 1.61	1,134,369	I	Sanderling Venture Partners VI Co-Investment

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Common Stock	06/12/2015	S	1,116	D	\$ 1.6	1,133,253	I	Fund, L.P. Sanderling Venture Partners VI Co-Investment Fund, L.P.
Common Stock						40,673	I	Sanderling Ventures Management VI
Common Stock						6,358	I	Sanderling VI Limited Partnership
Common Stock						5,335	I	Sanderling VI Beteiligungs GmbH & Co. KG
Common Stock						1,500	I	Sanderling Mgmt. LLC 401K Pension Profit Sharing Plan
Common Stock						53,275	I	Sanderling IV Biomedical Co-Investment Fund, L.P.
Common Stock						11,097	I	Sanderling V Beteiligungs GmbH & Co. KG
Common Stock						39,716	I	Sanderling V Biomedical Co-Investment Fund, L.P.
Common Stock						11,956	I	Sanderling V Limited Partnership
Common Stock						67,790	I	Sanderling Venture Partners V Co-Investment Fund, L.P.
Common Stock						22,451	I	Sanderling Venture Partners IV



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- (1) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions ranging from \$1.61 to \$1.62, inclusive. The reporting person undertakes to provide Stereotaxis, Inc., any security holders of Stereotaxis, Inc., or the staff of the Securities and Exchange Commission, upon request, all information regarding the number of shares purchased at each separate price within the range set forth in this footnote.

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.