## Edgar Filing: Stereotaxis, Inc. - Form 4

| Stereotaxis,<br>Form 4<br>July 06, 201   |  |  |   |   |  |                          |                 |  |  |                                |                       |   |   |
|--|--|--|---|---|--|--------------------------|-----------------|--|--|--------------------------------|-----------------------|---|---|
| FORM   | ЛЛ   | SECURITIES AND EXCHANGE COMMISSION<br>Washington, D.C. 20549 |   |   |  |                          |                 |  | OMB APPROVA<br>OMB<br>Number: 3235-0                   |                                |                       |   |   |
| Check th<br>if no lon<br>subject to<br>Section<br>Form 4 of<br>Form 5<br>obligation<br>may com<br><i>See</i> Instru<br>1(b). | so<br>16.<br>or<br>Filed pu<br>ons<br>ntinue.<br>ruction | rsuant to S<br>(a) of the I                                  | <b>F CHA</b><br>Section<br>Public U   | NGES II<br>SECU<br>16(a) of<br>Utility He | N BENEI<br>JRITIES<br>the Secur                    | FICLA<br>ities l<br>mpar | Excha<br>1y Act | WNERSHIP<br>nge Act of 193<br>of 1935 or Se<br>940   | <b>OF</b><br>34,                                       | Expire<br>Estima               | es:<br>ated av        | verage  | -0287<br>ry 31,<br>2005<br>0.5<br>d<br>ficial |
| (Print or Type   | Responses)   |  |   |   |  |                          |                 |  |  |                                |                       |   |   |
| 1. Name and Address of Reporting Person <u>*</u><br>MIDDLETON FRED A   |  |  | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>Stereotaxis, Inc. [STXS] |   |  |                          |                 | 5. Relationship of Reporting Person(s) to Issuer   |  |                                |                       |   |   |
| (Last)   | (First) (  | Middle)  |   |   | Transactior  | - (Ch                    |                 |  |  | neck all applicable)           |                       |   |   |
|  |  |  | (Month/Day/Year)<br>07/03/2017  |   |  |                          |                 | X_ Director10% Owner<br>Officer (give titleOther (specify<br>below)Other (specify                                  |  |                                |                       |   |   |
| ST. LOUIS  | (Street)<br>5, MO 63108                                  |  |   | nendment,<br>onth/Day/Y                   | Date Origin<br>ear)                                | al                       |                 | 6. Individual<br>Applicable Lin<br>_X_ Form filed<br>Form filed<br>Person  | ne)<br>d by One  | e Report                       | ting Pers             | son   |   |
| (City)   | (State)  | (Zip)  | Tal   | ble I - Nor                               | -Derivativo  | e Secu                   | rities A        | Acquired, Dispos   | ed of, c   | or Bene                        | eficially             | y Owne  | d   |
| 1.Title of<br>Security<br>(Instr. 3)   | 2. Transaction Date<br>(Month/Day/Year)                  | Execution l<br>any   | d<br>Date, if   | 3.<br>Transacti<br>Code                   | 4. Securit<br>on(A) or Dis<br>(D)<br>(Instr. 3, 4) | ies Ac<br>sposed         | quired<br>l of  | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Owne<br>Form<br>Direc<br>or Inc<br>(I)<br>(Instr | ership<br>:<br>t (D)<br>lirect | 7. Nat                | ture of<br>ct Bene<br>rship                   |   |
| Common<br>Stock  | 07/03/2017   |  |   | А   | 30,000<br>(1)                                      | А                        | \$0             | 119,682 (2)  | D  |                                |                       |   |   |
| Common<br>Stock  |  |  |   |   |  |                          |                 | 1,107,189  | Ι  |                                | Vent<br>Partr<br>Co-I | erling<br>ure<br>hers VI<br>nvestm<br>l, L.P. |   |
| Common<br>Stock  |  |  |   |   |  |                          |                 | 6,358  | I  |                                | Limi                  | erling<br>ted<br>hership                      |   |

| Common<br>Stock | 5,335  | I | Sanderling VI<br>Beteiligungs<br>GmbH & Co.<br>KG                  |
|-----------------|--------|---|--|
| Common<br>Stock | 53,275 | Ι | Sanderling IV<br>Biomedical<br>Co-Investment<br>Fund, L.P.         |
| Common<br>Stock | 11,097 | Ι | Sanderling V<br>Beteiligungs<br>GmbH & Co.<br>KG                   |
| Common<br>Stock | 39,716 | Ι | Sanderling V<br>Biomedical<br>Co-Investment<br>Fund, L.P.          |
| Common<br>Stock | 11,956 | I | Sanderling V<br>Limited<br>Partnership                             |
| Common<br>Stock | 67,790 | I | Sanderling<br>Venture<br>Partners V<br>Co-Investment<br>Fund, L.P. |
| Common<br>Stock | 22,451 | Ι | Sanderling<br>Venture<br>Partners IV<br>Co-Investment<br>Fund      |

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)

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.         | 5.         | 6. Date Exercisable and | 7. Title and     | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|------------|------------|-------------------------|------------------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transacti  | onNumber   | Expiration Date         | Amount of        | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code       | of         | (Month/Day/Year)        | Underlying       | Security    | Secu   |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivativ  | e                       | Securities       | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |            | Securities | 3                       | (Instr. 3 and 4) |             | Owne   |
|             | Security    |                     |                    |            | Acquired   |                         |                  |             | Follo  |
|             |             |                     |                    |            | (A) or     |                         |                  |             | Repo   |
|             |             |                     |                    |            | Disposed   |                         |                  |             | Trans  |
|             |             |                     |                    |            | of (D)     |                         |                  |             | (Instr |
|             |             |                     |                    |            | (Instr. 3, |                         |                  |             |        |

4. and 5)

|  |          | 4, ai      | iu <i>S</i> )              |                    |       |  |
|--|----------|------------|----------------------------|--------------------|-------|--|
|  |          | Code V (A) | Date<br>Exercisable<br>(D) | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>Shares |
| Reporting Owners   |          |            |                            |                    |       |  |
| Reporting Owner Name / Address   |          | Relationsh |                            |                    |       |  |
|  | Director | 10% Owner  | Officer Other              |                    |       |  |
| MIDDLETON FRED A<br>C/O STEREOTAXIS, INC.<br>4320 FOREST PARK AVENUE, SUITE 100<br>ST. LOUIS, MO 63108 | Х        |            |                            |                    |       |  |
| Signatures   |          |            |                            |                    |       |  |
| /s/ Karen Witte Duros, as Attorney-in-Fact for<br>Middleton  | Fred A.  |            | 07/06/2017                 |                    |       |  |
| <b>**</b> Signature of Reporting Person  |          |            | Date                       |                    |       |  |
| <b>Explanation of Responses</b>  | -        |            |                            |                    |       |  |

\* 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) Grant of restricted share units. Each restricted share unit represents a right to receive one share of common stock. The restricted share units vest immediately upon the date of the grant.
- (2) Balance updated to reflect the distribution of 32,872 shares to the Reporting Person from various affiliated entities of his.

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.