

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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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>Fischel Nathan</u> (Last) (First) (Middle) <u>C/O STEREO TAXIS, INC.</u> <u>4320 FOREST PARK AVENUE, SUITE 100</u> (Street) <u>ST. LOUIS MO 63108</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>02/03/2017</u>	3. Issuer Name and Ticker or Trading Symbol <u>Stereotaxis, Inc. [STXS]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Common Stock</u>	<u>1,372,862</u>	<u>I</u>	<u>See footnote⁽¹⁾</u>

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date					Title
<u>Series A Convertible Preferred Stock</u>	<u>(2)</u>	<u>(2)</u>	<u>Common Stock</u>	<u>12,558,567⁽³⁾</u>	<u>0.65⁽⁴⁾</u>	<u>I</u>	<u>See footnote⁽¹⁾</u>
<u>Common Stock Warrant (right to buy)</u>	<u>09/29/2016</u>	<u>09/29/2021</u>	<u>Common Stock</u>	<u>12,307,692⁽⁵⁾</u>	<u>0.7⁽⁴⁾</u>	<u>I</u>	<u>See footnote⁽¹⁾</u>
<u>Common Stock Warrant (right to buy)</u>	<u>08/07/2013</u>	<u>11/11/2018</u>	<u>Common Stock</u>	<u>1,041,357</u>	<u>3.361</u>	<u>I</u>	<u>See footnote⁽¹⁾</u>

Explanation of Responses:

- Held by funds of which DAFNA Capital Management, LLC, a Delaware limited liability company, is the investment manager and general partner. Dr. Fischel is the Chief Executive Officer, of DAFNA Capital Management, LLC.
- The Series A convertible preferred stock is convertible at the election of the holder at any time and has no expiration date.
- The number of shares is based on the initial conversion price of \$.65. The conversion price is subject to adjustment. For purposes of determining the number of shares of common stock upon conversion, the value of the convertible preferred stock will be increased by the amount of dividends at a rate of 6% per annum, which will be cumulative and accrue daily from the date of issuance on the \$1,000 stated value. The conversion of the Series A convertible preferred stock, and exercising of the warrants are restricted to the extent that, upon such conversion or exercise, the number of shares of common stock then beneficially owned by the holder of such securities and its affiliates would exceed 4.99% of the total number of shares of common stock then outstanding.
- Initial conversion/exercise price. The conversion/exercise price is subject to adjustment.
- The number of shares is based on the initial exercise price of \$.70. The exercise price is subject to adjustment. The conversion of the Series A convertible preferred stock, and exercising of the warrants are restricted to the extent that, upon such conversion or exercise, the number of shares of common stock then beneficially owned by the holder of such securities and its affiliates would exceed 4.99% of the total number of shares of common stock then outstanding.

Remarks:

/s/ Karen W. Duros, Attorney-in-Fact 02/09/2017

** 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 5 (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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