## SEC Form 4

## FORM 4

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

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

# OMB APPROVAL

OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

I. Name and Address of Reporting Feison			2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Stereotaxis, Inc.</u> [STXS]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner
	ast) (First) (Middle) O STEREOTAXIS, INC. 20 FOREST PARK AVE., SUITE 100		3. Date of Earliest Transaction (Month/Day/Year) 03/01/2007	X Onder (give nue Other (specify below) below) SVP, Reg, Quality & Compliance
(Street) ST. LOUIS (City)	MO (State)	63108 (Zip)	4. If Amendment, Date of 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 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)	Transaction Code (Instr.					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	03/01/2007		М		4,629	A	\$1.37	53,251	D		
Common Stock	03/01/2007		М		13,888	A	\$4.75	67,139	D		
Common Stock	03/01/2007		F <sup>(1)</sup>		6,640 <sup>(1)</sup>	D	\$11.02	60,499	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. Transa Code ( 8)		n of		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	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$1.37	03/01/2007		М			4,629	03/05/2001	02/21/2011	Common Stock	4,629	(2)	0	D	
Employee Stock Option (Right to Buy)	\$4.75	03/01/2007		М			13,888	02/01/2002	02/19/2012	Common Stock	13,888	(2)	0	D	

**Explanation of Responses:** 

1. Payment of exercise price by delivering shares.

2. Price is not applicable.

2. I fice is not applicable.

/s/ Melissa Walker

03/05/2007

Date

\*\* Signature of Reporting Person

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.