

Edgar Filing: Lele Abhijeet J - Form SC 13G/A

Lele Abhijeet J
Form SC 13G/A
February 14, 2008
United States

Securities and Exchange Commission

Washington, D.C. 20549

Schedule 13G

(Rule 13d-102)

Under the Securities Exchange Act of 1934

(Amendment No. 2)*

Stereotaxis, Inc.

(Name of Issuer)

Common Stock, par value \$0.001 per share

(Title of Class of Securities)

85916J102

(CUSIP Number)

December 31, 2007

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

[Check one]

Rule 13d-1(b)

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Rule 13d-1(c)

Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosure provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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SCHEDULE 13G

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(1) Names of reporting persons. I.R.S. identification Nos. of above persons (entities only).	EGS Private Healthcare Partnership, L.P.
(2) Check the appropriate box if a member of a group (see instructions)	(a) (b) x
(3) SEC use only.	
(4) Citizenship or place of organization. Number of shares beneficially owned by each reporting person with:	Please see <u>Attachment A</u>
(5) Sole voting power.	593,495
(6) Shared voting power.	0
(7) Sole dispositive power.	593,495
(8) Shared dispositive power.	0
(9) Aggregate amount beneficially owned by each reporting person.	593,495 Please see <u>Attachment A</u>
(10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions).	
(11) Percent of class represented by amount in Row (9).	1.6% Please see <u>Attachment A</u>
(12) Type of reporting person (see instructions).	PN

(1) Names of reporting persons. I.R.S. identification Nos. of above persons (entities only).	EGS Private Healthcare Counterpart, L.P.
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(2) Check the appropriate box if a member of a group (a)
(see instructions) (b) x

(3) SEC use only.

(4) Citizenship or place of organization.
Number of shares beneficially owned by each reporting person with: Please see Attachment A

(5) Sole voting power. 84,782

(6) Shared voting power. 0

(7) Sole dispositive power. 84,782

(8) Shared dispositive power. 0

(9) Aggregate amount beneficially owned by each reporting person. 84,782 Please see Attachment A

(10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions).

(11) Percent of class represented by amount in Row (9). 0.2% Please see Attachment A

(12) Type of reporting person (see instructions). PN

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(1) Names of reporting persons. EGS Private Healthcare Partnership II L.P.
I.R.S. identification Nos. of above persons (entities only).

(2) Check the appropriate box if a member of a group (a)
(see instructions) (b) x

(3) SEC use only.

(4) Citizenship or place of organization.
Number of shares beneficially owned by each reporting person with: Please see Attachment A

(5) Sole voting power. 1,046,798

(6) Shared voting power. 0

(7) Sole dispositive power. 1,046,798

(8) Shared dispositive power. 0

(9) Aggregate amount beneficially owned by each reporting person. 1,046,798 Please see Attachment A

(10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions).

(11) Percent of class represented by amount in Row (9). 2.8% Please see Attachment A

(12) Type of reporting person (see instructions). PN

(1) Names of reporting persons. EGS Private Healthcare Investors II, L.P.
I.R.S. identification Nos. of above persons (entities only).

(2) Check the appropriate box if a member of a group (a)
(see instructions) (b) x

(3) SEC use only.

(4) Citizenship or place of organization.
Number of shares beneficially owned by each reporting person with: Please see Attachment A

(5) Sole voting power. 165,089

(6) Shared voting power. 0

(7) Sole dispositive power. 165,089

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(8) Shared dispositive power. 0
 (9) Aggregate amount beneficially owned by each reporting person. 165,089 Please see Attachment A
 (10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions).
 (11) Percent of class represented by amount in Row (9). 0.4% Please see Attachment A
 (12) Type of reporting person (see instructions). PN

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(1) Names of reporting persons. EGS Private Healthcare Canadian Partners, L.P.
 I.R.S. identification Nos. of above persons (entities only).
 (2) Check the appropriate box if a member of a group (a)
 (see instructions) (b) x
 (3) SEC use only.
 (4) Citizenship or place of organization.
 Number of shares beneficially owned by each reporting person with: Please see [Attachment A](#)
 (5) Sole voting power. 157,517
 (6) Shared voting power. 0
 (7) Sole dispositive power. 157,517
 (8) Shared dispositive power. 0
 (9) Aggregate amount beneficially owned by each reporting person. 157,517 Please see [Attachment A](#)
 (10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions).
 (11) Percent of class represented by amount in Row (9). 0.4% Please see [Attachment A](#)
 (12) Type of reporting person (see instructions). PN

(1) Names of reporting persons. EGS Private Healthcare President's Fund, L.P.
 I.R.S. identification Nos. of above persons (entities only).
 (2) Check the appropriate box if a member of a group (a)
 (see instructions) (b) x
 (3) SEC use only.
 (4) Citizenship or place of organization.
 Number of shares beneficially owned by each reporting person with: Please see [Attachment A](#)
 (5) Sole voting power. 12,115
 (6) Shared voting power. 0
 (7) Sole dispositive power. 12,115
 (8) Shared dispositive power. 0
 (9) Aggregate amount beneficially owned by each reporting person. 12,115 Please see [Attachment A](#)
 (10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions).
 (11) Percent of class represented by amount in Row (9). 0.0% Please see [Attachment A](#)
 (12) Type of reporting person (see instructions). PN

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(1) Names of reporting persons. Abhijeet Lele
 I.R.S. identification Nos. of above persons (entities only).

(2) Check the appropriate box if a member of a group (a)
 (see instructions) (b) x

(3) SEC use only.

(4) Citizenship or place of organization. United States of America
 Number of shares beneficially owned by each reporting person with: Please see [Attachment A](#)

(5) Sole voting power. 30,833
 (6) Shared voting power. 2,059,796
 (7) Sole dispositive power. 30,833
 (8) Shared dispositive power. 2,059,796
 (9) Aggregate amount beneficially owned by each reporting person. 2,090,629 Please see [Attachment A](#)
 (10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions).
 (11) Percent of class represented by amount in Row (9). 5.6% Please see [Attachment A](#)
 (12) Type of reporting person (see instructions). IN

(1) Names of reporting persons. Fred Greenberg
 I.R.S. identification Nos. of above persons (entities only).

(2) Check the appropriate box if a member of a group (a)
 (see instructions) (b) x

(3) SEC use only.

(4) Citizenship or place of organization. United States of America
 Number of shares beneficially owned by each reporting person with: Please see [Attachment A](#)

(5) Sole voting power. 0
 (6) Shared voting power. 678,277
 (7) Sole dispositive power. 0
 (8) Shared dispositive power. 678,277
 (9) Aggregate amount beneficially owned by each reporting person. 678,277 Please see [Attachment A](#)
 (10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions).
 (11) Percent of class represented by amount in Row (9). 1.8% Please see [Attachment A](#)
 (12) Type of reporting person (see instructions). IN

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(1) Names of reporting persons. Terry Vance
 I.R.S. identification Nos. of above persons (entities only).

(2) Check the appropriate box if a member of a group (a)

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(see instructions)	(b) x
(3) SEC use only.	
(4) Citizenship or place of organization.	United States of America
Number of shares beneficially owned by each reporting person with:	Please see <u>Attachment A</u>
(5) Sole voting power.	0
(6) Shared voting power.	1,381,519
(7) Sole dispositive power.	0
(8) Shared dispositive power.	
(9) Aggregate amount beneficially owned by each reporting person.	1,381,519 Please see <u>Attachment A</u>
(10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions).	
(11) Percent of class represented by amount in Row (9).	3.7% Please see <u>Attachment A</u>
(12) Type of reporting person (see instructions).	IN

Item 1.

(a) Name of issuer:

Stereotaxis, Inc.

(b) Address of issuer's principal executive offices:

4320 Forest Park Avenue, Suite 100

St. Louis, MO 63108

Item 2.

(a) Name of person filing:

EGS Private Healthcare Partnership, L.P.
EGS Private Healthcare Counterpart, L.P.
EGS Private Healthcare Partnership II L.P.
EGS Private Healthcare Investors II, L.P.
EGS Private Healthcare Canadian Partners, L.P.
EGS Private Healthcare President's Fund, L.P.
Abhijeet Lele
Fred Greenberg
Terry Vance

The foregoing persons, sometimes collectively referred to herein as the Reporting Persons, have entered into a Joint filing Agreement, a copy of which is filed with this Schedule 13G as Exhibit A (which is incorporated herein by reference), pursuant to which the Reporting Persons have agreed to file this Schedule 13G jointly in accordance with the provisions of Rule 13d-1(k) of the Securities Exchange Act of 1934, as amended.

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(b) Address of principal business office or, if none, residence:

The address of the business office of each Reporting Person is:

c/o EGS Private Healthcare Management, LLC

105 Rowayton Avenue

Rowayton, CT 06853

(c) Citizenship:

EGS Private Healthcare Partnership, L.P.	Delaware
EGS Private Healthcare Counterpart, L.P.	Delaware
EGS Private Healthcare Partnership II L.P.	Delaware
EGS Private Healthcare Investors II, L.P.	Delaware
EGS Private Healthcare Canadian Partners, L.P.	Delaware
EGS Private Healthcare President's Fund, L.P.	Delaware
Abhijeet Lele	United States of America
Fred Greenberg	United States of America
Terry Vance	United States of America

(d) Title of class of securities:

Common Stock, par value \$0.001 per share, of Stereotaxis, Inc.

(e) CUSIP No.:

85916J102

Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

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- (a) o Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
- (b) o Bank as defined in section 3(a)(6) of the of the Act (15 U.S.C. 78c).
- (c) o Insurance company as defined in section 3(a)(19) of the of the Act (15 U.S.C. 78c).
- (d) o Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) o An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f) o An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g)