FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

wasnington,	D.C.	20549	

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## Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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1. Name and Address of Reporting Person* <u>GRIFFIN BOBBY IVAN</u>					2. Issuer Name and Ticker or Trading Symbol EnteroMedics Inc [ ETRM ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner						
(Last) 2800 PA	(F FTON ROA	,	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 05/06/2015								Officer (give title below)				Other (specify below)	
(Street) ST. PAUL MN 55113					4. 1	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					
(City)	(S	tate)	(Zip)											Person			·		
		Tal	ble I - Non	-Deriv	ativ	e Se	curitie	s Ad	quired,	Dis	posed of	f, or Ber	eficial	ly Owned					
1. Title of	Security (Ins	tr. 3)		2. Trans Date (Month/i		ear)	2A. Deem Execution if any (Month/D	n Date	Code (I		Disposed	ies Acquire Of (D) (Inst	d (A) or r. 3, 4 and	5. Amour Securitie Beneficia Owned F Reported Transacti	s ally ollowing I	Form	: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common	Stock					$\dashv$			Code	v	Amount	(A) 01 (D)	Price	(Instr. 3 a	960		D		
	Juden		Table II - [	Deriva	tive	Sec	urities	Δ.c.	uired D	ien	nsed of	or Rene	ficially						
									s, option					Owneu					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Da if any (Month/Day/	ate, Ti	ransa ode (l		5. Numl of Derivati Securiti Acquire (A) or Dispose of (D) (I 3, 4 and	ive ies ed ed nstr.	6. Date Exe Expiration (Month/Day	Date		7. Title and of Securiti Underlying Derivative (Instr. 3 ar	es J Security	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	e s lly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				c	Code	v	(A)	(D)	Date Exercisabl		Expiration Date	Title	Amount or Number of Shares						
Director Option (right to buy)	\$11.46								09/21/2007	(1)	09/29/2016	Common Stock	9,157		9,157	7	D		
Director Option (right to buy)	\$11.46								09/29/2007	(1)	09/29/2016	Common Stock	18,315		18,31	5	D		
Director Option (right to buy)	\$48.01								03/25/2008	(1)	03/25/2018	Common Stock	4,166		4,166	5	D		
Director Option (right to buy)	\$11.58								05/05/2009	(1)	05/05/2019	Common Stock	1,666		1,666	5	D		
Director Option (right to buy)	\$2.52								05/06/2010	(1)	05/06/2020	Common Stock	1,666		1,666	5	D		
Director Option (right to buy)	\$2.63								05/05/2011	(1)	05/05/2021	Common stock	10,000		10,00	0	D		
Director Option (right to buy)	\$2.77								05/09/2012	(1)	05/09/2022	Common Stock	10,000		10,00	0	D		
Director Option (right to buy)	\$0.88								05/08/2013	(1)	05/08/2023	Common Stock	10,000		10,00	0	D		
Director Option (right to buy)	\$1.84								05/07/2014	(1)	05/07/2024	Common Stock	25,000		25,00	0	D		
Director Option (right to buy)	\$1.12	05/06/2015			A		25,000		05/06/2015	(1)	05/06/2025	Common Stock	25,000	\$0.00	25,00	0	D		

	Conversion or Exercise Price of Derivative Security Price of Derivative Security (Instr. 3 and 4)  Transaction Code (Instr. 8)  Transaction Code (Instr. 8)  Date (Month/Day/Year)  Transaction Code (Instr. 8)  Derivative Security Security (Instr. 5)  Derivative Security (Instr. 5)  Securities Underlying Derivative Security (Instr. 5)  Derivative Security (Instr. 5)  Pomic of Form: Direct (D) Ownerst (Instr. 4)  Owned Following Reported (Instr. 4)  Form: Direct (D) Ownerst (Instr. 4)  Ownership Form: Direct (D) Ownerst (Instr. 4)  Ownership Form: Direct (D) Ownerst (Instr. 4)														
1. Title of Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative	Date	Execution Date, if any	Transa Code (		of Derivati Securiti Acquire (A) or Dispose of (D) (II	ve es ed ed nstr.	Expiration Dat	te	of Securit Underlyin Derivative	ies g Security	Derivative Security	derivative Securities Beneficially Owned Following Reported Transaction(s)	Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	or Number				
Director Option (right to buy)	\$1.12	05/06/2015		A		25,000		06/06/2015 <sup>(2)</sup>	05/06/2025	Common Stock	25,000	\$0.00	25,000	D	

## **Explanation of Responses:**

- $1.\ Vests\ immediately\ as\ to\ 25\%\ on\ date\ noted\ and\ thereafter\ in\ cumulative\ installments\ of\ 1/36th\ per\ month.$
- 2. Vests in cumulative installments of 1/12th per month beginning the date shown.

## Remarks:

/s/ Greg S. Lea, Attorney-in-05/08/2015 Fact or Bobby Ivan Griffin

\*\* 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 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.