

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-15** | Period of Report: **2013-01-11**
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([HTML Version](#) on [secdatabase.com](#))

ISSUER

HANSEN MEDICAL INC

CIK: [1276591](#) | IRS No.: **000000000** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **3842** Orthopedic, prosthetic & surgical appliances & supplies

Mailing Address

800 EAST MIDDLEFIELD
ROAD
MOUNTAIN VIEW CA 94043

Business Address

800 EAST MIDDLEFIELD
ROAD
MOUNTAIN VIEW CA 94043
650 404 5800

REPORTING OWNER

FEINBERG LARRY N

CIK: [926475](#) | State of Incorporation: **NY**
Type: **4** | Act: **34** | File No.: [001-33151](#) | Film No.: **13531216**

Mailing Address

C/O ORACLE PARTNERS L P
200 GREENWICH AVENUE
GREENWICH CT 06830

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person FEINBERG LARRY N			2. Issuer Name and Ticker or Trading Symbol HANSEN MEDICAL INC [HNSN]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/11/2013					
200 GREENWICH AVENUE			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street)								
GREENWICH, CT 06830								
(City)	(State)	(Zip)						

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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.0001 per share	01/11/2013		P		37,430	A	\$2.22	5,358,886	I	See footnote (1) (6)
Common Stock, par value \$0.0001 per share	01/11/2013		P		4,000	A	\$2.22	758,000	I	See footnote (2) (6)
Common Stock, par value \$0.0001 per share	01/11/2013		P		8,400	A	\$2.22	1,350,250	I	See footnote (3) (6)
Common Stock, par value \$0.0001 per share	01/14/2013		P		170	A	\$2.25	5,359,056	I	See footnote (1) (6)
Common Stock, par value \$0.0001 per share	01/15/2013		P		19,191	A	\$2.17	5,378,247	I	See footnote (1) (6)
Common Stock, par value \$0.0001 per share	01/15/2013		P		5,000	A	\$2.17	1,355,250	I	See footnote (3) (6)
Common Stock, par value \$0.0001 per share								250,843	D	
Common Stock, par value \$0.0001 per share								39,500	I	See footnote (4) (6)
Common Stock, par value \$0.0001 per share								190,500	I	See footnote (5) (6)

**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

1. These securities are owned by Oracle Partners, LP. ("Partners").
2. These securities are owned by Oracle Institutional Partners, L.P. ("Institutional Partners").
3. These securities are owned by Oracle Ten Fund Master, L.P. ("Ten Fund").
4. These securities are owned by The Feinberg Family Foundation (the "Foundation").
5. These securities are owned by Oracle Investment Management, Inc. Employees' Retirement Plan (the "Retirement Plan").
6. The Reporting Person serves as the managing member of Oracle Associates, LLC, the general partner of Partners and Institutional Partners, and accordingly, may be deemed to be the indirect beneficial owner of the shares beneficially owned by Partners and Institutional Partners. Mr. Feinberg is the sole shareholder, director and president of Oracle Investment Management, Inc., which serves as investment manager to Ten Fund and the Retirement Plan, and accordingly, may be deemed to be the beneficial owner of the shares beneficially owned by Ten Fund and the Retirement Plan. Mr. Feinberg is the trustee of the "Foundation" and has the sole power to direct the voting and disposition of the Shares in Foundation and accordingly, may be deemed to be the indirect beneficial owner of the shares. Mr. Feinberg disclaims beneficial ownership of all such shares except to the extent of his pecuniary interest therein.

Signatures

/s/ Larry N. Feinberg

** Signature of Reporting Person

01/15/2013

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.