#### CAS MEDICAL SYSTEMS INC

Form 4

February 13, 2015

FORM 4	F		R	N	1	4
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#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

**OMB** Number:

3235-0287

0.5

Check this box STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

**OMB APPROVAL** 

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

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

**SECURITIES** 

30(h) of the Investment Company Act of 1940

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* THOMAS JAMES E

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

CAS MEDICAL SYSTEMS INC

(Check all applicable)

[CASM]

(Middle)

(Month/Day/Year)

Filed(Month/Day/Year)

02/11/2015

3. Date of Earliest Transaction

\_X\_\_ Director Officer (give title

\_X\_\_ 10% Owner \_ Other (specify

C/O THOMAS, MCNERNEY & PARTNERS, 45 SOUTH 7TH

(First)

(Street)

STREET, SUITE 3060

4. If Amendment, Date Original

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

MINNEAPOLIS, MN 55402

(City)	(State)	(Zip) Tab	le I - Non-	Derivative Sec	uritie	s Acqu	ired, Disposed of	f, or Beneficia	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities Approximately Disposed of (Instr. 3, 4 and Amount	f (D)	ed (A)	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)
Common Stock	02/11/2015		P	1,591,037		\$ 1.3	1,591,037	I	by Thomas, McNerney & Partners II, L.P.
Common Stock	02/11/2015		P	8,025	A	\$ 1.3	8,025	I	by TMP Nominee II, LLC
Common Stock	02/11/2015		P	5,938	A	\$ 1.3	5,938	I	by TMP Associates II, LP

Common Stock

20,954 (1) D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

SEC 1474

(9-02)

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)	4. Transact Code (Instr. 8)	5. ionNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	<b>.</b>	ate	7. Title Amount Underly Securiti (Instr. 3	t of ring es	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title N	Number		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
• 0	Director	10% Owner	Officer	Other		
THOMAS JAMES E C/O THOMAS, MCNERNEY & PARTNERS 45 SOUTH 7TH STREET, SUITE 3060 MINNEAPOLIS, MN 55402	X	X				

### **Signatures**

/s/James E.
Thomas

\*\*Signature of Reporting Person

Date

# **Explanation of Responses:**

- \* 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).
- (1) Such shares are held by the Reporting Person for the benefit of Thomas, McNerney & Partners II, L.P.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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