OMB APPROVAL

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Expires: February 28, 2010
Estimated average burden
hours per response ................................ 10.4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## **SCHEDULE 13G/A**

Under the Securities Exchange Act of 1934 (Amendment No. 2)\*

# **ENTEROMEDICS, INC.**

(Name of Issuer)

#### **Common Stock**

(Title of Class of Securities)

#### 29365M 10 9

(CUSIP Number)

#### **December 31, 2009**

(Date of Event Which Requires Filing of this Statement)

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

- o Rule 13d-1(b)
- o Rule 13d-1(c)
- ☑ Rule 13d-1(d)

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).

<sup>\*</sup> 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 the disclosures provided in a prior cover page.

	NAME OF REPORTING PERSONS						
1	InterWest Partners IX, LP						
	I.R.S. IDENTIFICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)						
	(.0. 12						
	CHECK	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP					
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	(b) o						
3	SEC US	SE ON	ILY				
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			SOLE VOTING POWER				
NI IME	BER OF	5	339,201				
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	FICIALLY ED BY	6					
	ACH		SOLE DISPOSITIVE POWER				
I	RTING	7					
	RSON [		339,201 SHARED DISPOSITIVE POWER				
		8					
	ACCDE	-C ATE	0 EAMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9	AGGRE	GAIL	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	339,201						
10	IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES :						
	0						
11	PERCE	NT OI	CLASS REPRESENTED BY AMOUNT IN ROW (9)				
11	0.9%						
12	TYPE C	F RE	PORTING PERSON				
12	PN						

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Page 3 of 21 Pages

NAME OF REPORTING PERSONS 1 InterWest Management Partners IX, LLC (the General Partner of InterWest Partners IX, LP) I.R.S. IDENTIFICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP 2 (a) o (b) o SEC USE ONLY 3 CITIZENSHIP OR PLACE OF ORGANIZATION 4 California **SOLE VOTING POWER** 5 NUMBER OF 339,201 SHARES SHARED VOTING POWER BENEFICIALLY 6 OWNED BY SOLE DISPOSITIVE POWER **EACH** REPORTING PERSON 339,201 WITH SHARED DISPOSITIVE POWER 8 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 9 339,201 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES: 10 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 11 0.9% TYPE OF REPORTING PERSON

13G

CUSIP No. 29365M 10	9

TYPE OF REPORTING PERSON

**12** 

Page

Pages

4 of 21

	NAME OF REPORTING PERSONS				
1	Harvey	B. Cas	sh (a Managing Director of InterWest Management Partners IX, LLC)		
	I.R.S. II	DENTII	FICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)		
	CHECK	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP			
2	(a) o (b) o				
3	SEC US	SE ON	LY		
4	CITIZE		OR PLACE OF ORGANIZATION		
		_	SOLE VOTING POWER		
NUMBER OF		5	0		
	RES	_	SHARED VOTING POWER		
	ICIALLY ED BY	6	339,201		
	\CH	_	SOLE DISPOSITIVE POWER		
	RTING SON	7	0		
W	ITH	0	SHARED DISPOSITIVE POWER		
		8	339,201		
•	AGGRE	GATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
9	339,201				
10	CHECK	КВОХ	IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES :		
10	0				
11	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (9)		
11	0.9%				

13G

Neither the filing of this statement on Schedule 13G nor any of its contents shall be deemed to constitute an admission by Harvey B. Cash that he is the beneficial owner of any of the Common Stock referred to herein for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, or for any other purpose, and such beneficial ownership is expressly disclaimed, except to the extent of his pecuniary interest.

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0.9%

TYPE OF REPORTING PERSON

29365M 10 9

Page

Pages

of 21

NAME OF REPORTING PERSONS					
1	Bruce A	A. Clev	eland (a Venture Member of InterWest Management Partners IX, LLC)		
	I.R.S. II	DENTII	FICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)		
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP			APPROPRIATE BOX IF A MEMBER OF A GROUP		
2	(a) o (b) o				
3	SEC U	SE ON	LY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION  United States				
	SOLE VOTING POWER				
NUME	BER OF	5	0		
_	ARES	6	SHARED VOTING POWER		
	BENEFICIALLY 6 339,201				
EACH REPORTING		7	SOLE DISPOSITIVE POWER		
PERSON		•	0		
WITH		8	SHARED DISPOSITIVE POWER		
	339,201				
9	AGGRE	EGATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	339,20	1			
	CHECK BOY IF THE ACCRECATE AMOUNT IN DOW (0) EVOLUDES CERTAIN SHARES.				

13G

Neither the filing of this statement on Schedule 13G nor any of its contents shall be deemed to constitute an admission by Bruce A. Cleveland that he is the beneficial owner of any of the Common Stock referred to herein for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, or for any other purpose, and such beneficial ownership is expressly disclaimed, except to the extent of his pecuniary interest.

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

1.	ISIP	Nο	2

0.9%

TYPE OF REPORTING PERSON

29365M 10 9

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Pages

6 of 21

	NAME	NAME OF REPORTING PERSONS				
1	Christo	pher B	. Ehrlich (a Venture Member of InterWest Management Partners IX, LLC)			
	I.R.S. II	DENTI	FICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)			
	CHECK	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP				
2	(a) o (b) o					
3	SEC U	SE ON	LY			
4	CITIZE	CITIZENSHIP OR PLACE OF ORGANIZATION				
4	United	States				
			SOLE VOTING POWER			
NUME	BER OF	5	0			
_	ARES	C	SHARED VOTING POWER			
	ICIALLY ED BY	6	339,201			
	ACH	7	SOLE DISPOSITIVE POWER			
_	RTING RSON	1	0			
W	ITH	0	SHARED DISPOSITIVE POWER			
		8	339,201			
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
9	339,20	1				
10	CHECK	BOX	IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES:			
10	0					
11	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (9)			

13G

Neither the filing of this statement on Schedule 13G nor any of its contents shall be deemed to constitute an admission by Christopher B. Ehrlich that he is the beneficial owner of any of the Common Stock referred to herein for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, or for any other purpose, and such beneficial ownership is expressly disclaimed, except to the extent of his pecuniary interest.

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CUSIP No. 1	29365M 10

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Page	7	of	21	Pages
3 -		_		3

	NAME OF REPORTING PERSONS				
1	Philip T. Gianos (a Managing Director of InterWest Management Partners IX, LLC)				
	I.R.S. II	DENTI	FICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)		
	CHECK	THE	APPROPRIATE BOX IF A MEMBER OF A GROUP		
2					
_	(a) o (b) o				
	SEC US	SE ON	LY		
3					
4	CITIZEI	NSHIP	OR PLACE OF ORGANIZATION		
4	United :	States			
		_	SOLE VOTING POWER		
NUME	BER OF	5	0		
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BENEFICIALLY 6   339,201					
	кСН		SOLE DISPOSITIVE POWER		
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		8	339,201		
	AGGRE	GATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
9	339,201	L			
4.0	CHECK	ВОХ	IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES :		
10	0				
44	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (9)		
11	0.9%				
4.0		OF REI	PORTING PERSON		
12	IN				

Neither the filing of this statement on Schedule 13G nor any of its contents shall be deemed to constitute an admission by Philip T. Gianos that he is the beneficial owner of any of the Common Stock referred to herein for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, or for any other purpose, and such beneficial ownership is expressly disclaimed, except to the extent of his pecuniary interest.

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TYPE OF REPORTING PERSON

**12** 

Page 8 of 21

Pages

	NAME	OF RE	PORTING PERSONS				
1	Linda S. Grais (a Venture Member of InterWest Management Partners IX, LLC)						
	I.R.S. II	DENTII	FICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)				
	CHECK	THE	APPROPRIATE BOX IF A MEMBER OF A GROUP				
2	(a) o (b) o						
3	SEC US	SE ON	LY				
4	CITIZEI United S		OR PLACE OF ORGANIZATION				
			SOLE VOTING POWER				
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SHA	RES		SHARED VOTING POWER				
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ΕA	.CH		SOLE DISPOSITIVE POWER				
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		8	339,201				
•	AGGRE	GATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9	339,201	L					
4.0	CHECK	ВОХ	F THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES :				
10	0						
44	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (9)				
11	0.007						

13G

Neither the filing of this statement on Schedule 13G nor any of its contents shall be deemed to constitute an admission by Linda S. Grais that she is the beneficial owner of any of the Common Stock referred to herein for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, or for any other purpose, and such beneficial ownership is expressly disclaimed, except to the extent of his pecuniary interest.

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0.9%

TYPE OF REPORTING PERSON

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	NAME	OF RE	PORTING PERSONS			
1	W. Step	ohen H	olmes III (a Managing Director of InterWest Management Partners IX, LLC)			
	I.R.S. II	DENTI	FICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)			
	CHECK	(THE	APPROPRIATE BOX IF A MEMBER OF A GROUP			
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	SEC U	SE ON	LY			
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1	CITIZE	NSHIP	OR PLACE OF ORGANIZATION			
4	United	States				
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		8	339,201			
9	AGGRE	EGATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
IJ	l					

13G

**12** Neither the filing of this statement on Schedule 13G nor any of its contents shall be deemed to constitute an admission by W. Stephen Holmes III that he is the beneficial owner of any of the Common Stock referred to herein for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, or for any other purpose, and such beneficial ownership is expressly disclaimed, except to the extent of his pecuniary

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES:

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Page 9 of 21

Pages

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Page [

10 of 21

Pages

	NAME	OF RE	PORTING PERSONS
1	Nina S.	Kjellso	on (a Venture Member of InterWest Management Partners IX, LLC)
	I.R.S. I	DENTI	FICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)
	CHECK	THE	APPROPRIATE BOX IF A MEMBER OF A GROUP
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3	SLC 00	JL OIN	LI
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		8	339,201
	AGGRE	GATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
9	339,201	l	
	· ·		IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES :
10	020		
	0		201.400 PERPENTED BY AMOUNT IN POW (6)
11	PERCE	IN I OF	CLASS REPRESENTED BY AMOUNT IN ROW (9)
	0.9%		
12	TYPE C	)F REF	PORTING PERSON
12	IN		

13G

Neither the filing of this statement on Schedule 13G nor any of its contents shall be deemed to constitute an admission by Nina S. Kjellson that she is the beneficial owner of any of the Common Stock referred to herein for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, or for any other purpose, and such beneficial ownership is expressly disclaimed, except to the extent of his pecuniary interest.

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Pages

11 of 21

	NAME OF REPORTING PERSONS					
1	Gilbert	H. Klim	an (a Managing Director of InterWest Management Partners IX, LLC)			
	I.R.S. II	DENTII	FICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)			
	CHECK	( THE	APPROPRIATE BOX IF A MEMBER OF A GROUP			
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4	CITIZE	NSHIP	OR PLACE OF ORGANIZATION			
4	United	States				
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	ITH		SHARED DISPOSITIVE POWER			
		8	339,201			
_	AGGRE	EGATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
9	339,20	1				
			F THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES :			
10	0					
		ENT OF	CLASS REPRESENTED BY AMOUNT IN ROW (9)			
11	0.9%					
		OF REF	PORTING PERSON			

13G

Neither the filing of this statement on Schedule 13G nor any of its contents shall be deemed to constitute an admission by Gilbert H. Kliman that he is the beneficial owner of any of the Common Stock referred to herein for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, or for any other purpose, and such beneficial ownership is expressly disclaimed, except to the extent of his pecuniary interest.

	NAME	OF RE	PORTING PERSONS				
1	Khaled	Khaled A. Nasr (a Venture Member of InterWest Management Partners IX, LLC)					
	I.R.S. IDENTIFICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)						
	CHECK	THE	APPROPRIATE BOX IF A MEMBER OF A GROUP				
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		8	339,201				
	AGGRE	GATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
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	339,201		IE THE ACCRECATE AMOUNT IN DOW (0) EVOLUDES CERTAIN CHARES.				
10	CHECK	ROX	IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES :				
44	PERCE	NT O	CLASS REPRESENTED BY AMOUNT IN ROW (9)				
11	0.9%						
		OF RE	PORTING PERSON				
12							
	IN						

13G

Neither the filing of this statement on Schedule 13G nor any of its contents shall be deemed to constitute an admission by Khaled A. Nasr that he is the beneficial owner of any of the Common Stock referred to herein for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, or for any other purpose, and such beneficial ownership is expressly disclaimed, except to the extent of his pecuniary interest.

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NAME OF REPORTING PERSONS

Page 13 of 21

Pages

	1	Arnold L. Oronsky (a Managing Director of InterWest Management Partners IX, LLC)								
		I.R.S. IDENTIFICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)								
Ī		CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP								
	2	(a) o								
		(b) o								
	2	SEC US	SE ONI	LY						
	3									
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			5							
	NUME	BER OF		0						
		RES	G	SHARED VOTING POWER						
ľ		FICIALLY 6		339,201						
	EA	.CH		SOLE DISPOSITIVE POWER						
		RTING	7							
	PERSON			0						

13G

339,201 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 9

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES:

10

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

SHARED DISPOSITIVE POWER

11 0.9%

WITH

TYPE OF REPORTING PERSON

8

**12** 

Neither the filing of this statement on Schedule 13G nor any of its contents shall be deemed to constitute an admission by Arnold L. Oronsky that he is the beneficial owner of any of the Common Stock referred to herein for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, or for any other purpose, and such beneficial ownership is expressly disclaimed, except to the extent of his pecuniary interest.

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14 of 21

Pages

	NAME OF RE	PORTING PERSONS							
1	Douglas A. Pepper (a Venture Member of InterWest Management Partners IX, LLC)  I.R.S. IDENTIFICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)								
	0115017715								
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP								
2	(u)								
	(b) o SEC USE ONLY								
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	CITIZENSHIP	OR PLACE OF ORGANIZATION							
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		339,201							
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON								
9	339,201								
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES :								
10	0								
11	PERCENT OF	CLASS REPRESENTED BY AMOUNT IN ROW (9)							
11	0.9%								
10	TYPE OF RE	PORTING PERSON							
12	IN								

13G

Neither the filing of this statement on Schedule 13G nor any of its contents shall be deemed to constitute an admission by Douglas A. Pepper that he is the beneficial owner of any of the Common Stock referred to herein for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, or for any other purpose, and such beneficial ownership is expressly disclaimed, except to the extent of his pecuniary interest.

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29365M 10 9

TYPE OF REPORTING PERSON

**12** 

Page 15 of 21

Pages

	NAME	OF RE	PORTING PERSONS					
1	Thomas L. Rosch (a Managing Director of InterWest Management Partners IX, LLC)							
	I.R.S. IDENTIFICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)							
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP							
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3	SEC US	SE ON	LY					
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	8		339,201					
•	AGGRE	GATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
9	339,201							
4.0	CHECK	ВОХ	IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES :					
10	0							
44	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (9)					
11								

13G

Neither the filing of this statement on Schedule 13G nor any of its contents shall be deemed to constitute an admission by Thomas L. Rosch that he is the beneficial owner of any of the Common Stock referred to herein for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, or for any other purpose, and such beneficial ownership is expressly disclaimed, except to the extent of his pecuniary interest.

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16 of 21

Pages

	NAME	OF RE	PORTING PERSONS					
1	Michael B. Sweeney (a Managing Director of InterWest Management Partners IX, LLC)							
	I.R.S. IDENTIFICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)							
	CHECK	THE A	APPROPRIATE BOX IF A MEMBER OF A GROUP					
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	AGGRE	GATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
9	339,201							
40	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES :							
10	0	0						
44	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (9)					
11	0.9%							
40		OF REF	PORTING PERSON					
12	IN							
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Neither the filing of this statement on Schedule 13G nor any of its contents shall be deemed to constitute an admission by Michael B. Sweeney that he is the beneficial owner of any of the Common Stock referred to herein for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, or for any other purpose, and such beneficial ownership is expressly disclaimed, except to the extent of his pecuniary interest.

#### ITEM 1.

- (a) NAME OF ISSUER: EnteroMedics, Inc.
- (b) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICE:

2800 Patton Road, Roseville, MN 55113

#### ITEM 2.

### (a) NAME OF PERSON(S) FILING:

InterWest Partners IX, LP ("IWP IX")

InterWest Management Partners IX, LLC ("IMP IX")

Harvey B. Cash ("Cash")

Bruce A. Cleveland ("Cleveland") Christopher B. Ehrlich ("Ehrlich")

Philip T. Gianos ("Gianos")

Linda S. Grais ("Grais")

W. Stephen Holmes III ("Holmes") Nina S. Kjellson ("Kjellson")

Gilbert H. Kliman ("Kliman") Khaled A. Nasr ("Nasr")

Arnold L. Oronsky ("Oronsky")

Douglas A. Pepper ("Pepper")

Thomas L. Rosch ("Rosch")

Michael B. Sweeney ("Sweeney")

#### (b) ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:

2710 Sand Hill Road, Second Floor, Menlo Park, CA 94025

#### (c) CITIZENSHIP/PLACE OF ORGANIZATION:

IWP IX: California IMP IX: California Cash: **United States** Cleveland: **United States United States** Ehrlich: Gianos: **United States** Grais: **United States** Holmes: **United States** Kjellson: **United States** Kliman: **United States** Nasr: **United States United States** Oronsky: Pepper: **United States** Rosch: **United States** Sweeney: **United States** 

Page 17 of 21 Pages

(d) TITLE OF CLASS OF SECURITIES: Common Stock

(e) CUSIP NUMBER: 29365M 10 9

#### ITEM 3. NOT APPLICABLE.

### ITEM 4. OWNERSHIP.

	IWP IX (1)	IMP IX (1,2)	Cash (1,3)	Cleveland (1,3)	Ehrlich (1,3)
Beneficial Ownership	339,201	339,201	339,201	339,201	339,201
Percentage of Class	0.9%	0.9%	0.9%	0.9%	0.9%
Sole Voting Power	339,201	339,201	0	0	0
Shared Voting Power	0	0	339,201	339,201	339,201
Sole Dispositive Power	339,201	339,201	0	0	0
Shared Dispositive Power	0	0	339,201	339,201	339,201
		Gianos (1,3)	Grais (1,3)	Holmes (1,3)	Kjellson (1,3)
Beneficial Ownership		339,201	339,201	339,201	339,201
Percentage of Class		0.9%	0.9%	0.9%	0.9%
Sole Voting Power		0	0	0	0
Shared Voting Power		339,201	339,201	339,201	339,201
Sole Dispositive Power		0	0	0	0
Shared Dispositive Power		339,201	339,201	339,201	339,201
			Kliman (1,3)	Nasr (1,3)	Oronsky (1,3)
Beneficial Ownership			339,201	339,201	339,201
			0.00/	0.00/	0.007
Percentage of Class			0.9%	0.9%	0.9%
Sole Voting Power			0.9%	0.9%	0.9%
Sole Voting Power Shared Voting Power					
Sole Voting Power			0 339,201 0	0 339,201 0	0 339,201 0
Sole Voting Power Shared Voting Power			0 339,201	0 339,201	0 339,201
Sole Voting Power Shared Voting Power Sole Dispositive Power			0 339,201 0	0 339,201 0	0 339,201 0
Sole Voting Power Shared Voting Power Sole Dispositive Power			0 339,201 0 339,201	0 339,201 0 339,201	0 339,201 0 339,201
Sole Voting Power Shared Voting Power Sole Dispositive Power Shared Dispositive Power  Beneficial Ownership Percentage of Class			0 339,201 0 339,201 Pepper (1,3)	0 339,201 0 339,201 Rosch (1,3)	0 339,201 0 339,201 Sweeney (1,3)
Sole Voting Power Shared Voting Power Sole Dispositive Power Shared Dispositive Power  Beneficial Ownership Percentage of Class Sole Voting Power			0 339,201 0 339,201 Pepper (1,3) 339,201 0.9% 0	0 339,201 0 339,201 Rosch (1,3) 339,201 0.9% 0	0 339,201 0 339,201 Sweeney (1,3) 339,201 0.9% 0
Sole Voting Power Shared Voting Power Sole Dispositive Power Shared Dispositive Power  Beneficial Ownership Percentage of Class Sole Voting Power Shared Voting Power			0 339,201 0 339,201 Pepper (1,3) 339,201 0.9%	0 339,201 0 339,201 Rosch (1,3) 339,201 0.9%	0 339,201 0 339,201 Sweeney (1,3) 339,201 0.9%
Sole Voting Power Shared Voting Power Sole Dispositive Power Shared Dispositive Power  Beneficial Ownership Percentage of Class Sole Voting Power			0 339,201 0 339,201 Pepper (1,3) 339,201 0.9% 0	0 339,201 0 339,201 Rosch (1,3) 339,201 0.9% 0	0 339,201 0 339,201 <u>Sweeney (1,3)</u> 339,201 0.9% 0

<sup>(1)</sup> Represents 339,201 shares issuable pursuant to warrant exercise after August 20, 2009.

Page 18 of 21 Pages

<sup>(2)</sup> IMP IX is the general partner of IWP IX.

<sup>(3)</sup> Cash, Gianos, Holmes, Kliman, Oronsky, Rosch, and Sweeney are Managing Directors of IMP IX. Cleveland, Ehrlich, Grais, Kjellson, Nasr, and Pepper are Venture Members of IMP IX.

#### ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following  $\square$ 

#### ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

Under certain circumstances set forth in the limited liability company operating agreement of IMP IX, the members of such limited liability company have the right to receive dividends from, or the proceeds from the sale of, the common stock of Issuer beneficially owned by such limited liability company.

# ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

Not applicable.

#### ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

No reporting person is a member of a group as defined in section 240.13d-1(b)(1)(iii)(H) of the Act.

#### ITEM 9. NOTICE OF DISSOLUTION OF THE GROUP.

Not applicable.

#### ITEM 10. CERTIFICATION.

Not applicable.

#### **EXHIBITS**

Joint Filing Statement attached as Exhibit A.

Page 19 of 21 Pages

#### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 16, 2010

#### INTERWEST PARTNERS IX, LP

By: InterWest Management Partners IX, LLC its General Partner

By: /s/ Harvey B. Cash
Name: Harvey B. Cash

By: /s/ Bruce A. Cleveland
Name: Bruce A. Cleveland

By: /s/ Christopher B. Ehrlich
Name: Christopher B. Ehrlich

By: /s/ Philip T. Gianos
Name: Philip T. Gianos

By: /s/ Linda S. Grais

Name: Linda S. Grais

By: /s/ W. Stephen Holmes
Name: W. Stephen Holmes

By: /s/ Nina S. Kjellson
Name: Nina S. Kjellson

By: /s/ Gilbert H. Kliman
Name: Gilbert H. Kliman

By: <u>/s/ Khaled A. Nasr</u> Name: Khaled A. Nasr

By: /s/ Arnold L. Oronsky
Name: Arnold L. Oronsky

By: /s/ W. Stephen Holmes

Managing Director

INTERWEST MANAGEMENT PARTNERS IX, LLC

By: /s/ W. Stephen Holmes

Managing Director

By: /s/ Douglas A. Pepper

Name: Douglas A. Pepper

By: <u>/s/ Thomas L. Rosch</u>

Name: Thomas L. Rosch

By: <u>/s/ Michael B. Sweeney</u>
Name: <u>Michael B. Sweeney</u>

Page 20 of 21 Pages

**EXHIBIT A** 

#### Joint Filing Statement

We, the undersigned, hereby express our agreement that the attached Schedule 13G is filed on behalf of each of us.

Date: February 16, 2010

#### INTERWEST PARTNERS IX, LP

By: InterWest Management Partners IX, LLC its General Partner

By: /s/ Harvey B. Cash
Name: Harvey B. Cash

By: /s/ Bruce A. Cleveland

Name: Bruce A. Cleveland

By: /s/ Christopher B. Ehrlich

Name: Christopher B. Ehrlich

By: /s/ Philip T. Gianos
Name: Philip T. Gianos

By: /s/ Linda S. Grais
Name: Linda S. Grais

By: /s/ W. Stephen Holmes
Name: W. Stephen Holmes

By: /s/ Nina S. Kjellson
Name: Nina S. Kjellson

By: /s/ Gilbert H. Kliman
Name: Gilbert H. Kliman

By: /s/ Khaled A. Nasr Name: Khaled A. Nasr

By: /s/ Arnold L. Oronsky
Name: Arnold L. Oronsky

By: /s/ W. Stephen Holmes

Managing Director

INTERWEST MANAGEMENT PARTNERS IX, LLC

By: /s/ W. Stephen Holmes

Managing Director

By: /s/ Douglas A. Pepper

Name: Douglas A. Pepper

By: /s/ Thomas L. Rosch
Name: Thomas L. Rosch

\_\_\_\_\_\_

By: /s/ Michael B. Sweeney
Name: Michael B. Sweeney