Bauerlein Alison Form 4 March 09, 2018

FORM 4

OMB APPROVAL

5. Relationship of Reporting Person(s) to

Issuer

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or

Expires: January 31, 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

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

2. Issuer Name and Ticker or Trading

30(h) of the Investment Company Act of 1940

Symbol

1(b).

(Print or Type Responses)

Bauerlein Alison

Common

Stock

03/08/2018

1. Name and Address of Reporting Person *

		Inogen Inc [ING			·N]			(Check all applicable)			
(Last) (First) (Middle) C/O INOGEN, INC., 326 BOLLAY DRIVE			3. Date of Earliest Transaction (Month/Day/Year) 03/08/2018				_	Director 10% Owner Specify below) EVP, Finance, & CFO			
				Filed(Month/Day/Year) A -				5. Individual or Joint/Group Filing(Check Applicable Line) X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							y Owned				
Sec	Citle of curity str. 3)	2. Transaction Date (Month/Day/Year)	Execution any (Month/Da	Date, if	3. Transactic Code (Instr. 8)	orDisposed (Instr. 3, 4	of (D))	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)
	ommon ock	03/08/2018			M	15,911	A	\$ 2.4	20,072	D	
	ommon ock	03/08/2018			S(1)	10,305	D	\$ 124.1759 (2)	9,767	D	
	ommon ock	03/08/2018			S <u>(1)</u>	4,594	D	\$ 124.8791	5,173	D	

 $S^{(1)}$

1,012

D

(4)

125.8353 4,161

D

Edgar Filing: Bauerlein Alison - Form 4

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day)	ate	7. Title and Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 2.4	03/08/2018		M	15,911	<u>(5)</u>	03/26/2018	Common Stock	15,911

Reporting Owners

Reporting Owner Name / Address	Relationships
Reput ting Owner Maine / Audress	

Director 10% Owner Officer Other

Bauerlein Alison C/O INOGEN, INC. 326 BOLLAY DRIVE GOLETA, CA 93117

EVP, Finance, & CFO

Signatures

/s/ Alison Bauerlein 03/09/2018

**Signature of Date
Reporting Person

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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 10, 2017
- Represents the weighted average share price of an aggregate total of 10,305 shares sold in the price range of \$123.71 to \$124.63 by the (2) reporting person. The reporting person undertakes to provide upon request by the Commission staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

Reporting Owners 2

Edgar Filing: Bauerlein Alison - Form 4

- Represents the weighted average share price of an aggregate total of 4,594 shares sold in the price range of \$124.710 to \$125.625 by the (3) reporting person. The reporting person undertakes to provide upon request by the Commission staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- Represents the weighted average share price of an aggregate total of 1,012 shares sold in the price range of \$125.7475 to \$126.2100 by

 (4) the reporting person. The reporting person undertakes to provide upon request by the Commission staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- Subject to the reporting person's continuing service, one forty-eighth (1/48th) of the shares subject to the option shall vest each month on (5) the same day as the vesting commencement date, such that the shares subject to the option shall become fully vested and exercisable on the fourth (4th) anniversary of the vesting commencement date. The vesting commencement date for this option is January 1, 2008.

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.