

Huggenberger Raymond
Form 4
August 16, 2018

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Huggenberger Raymond

2. Issuer Name and Ticker or Trading Symbol
Inogen Inc [INGN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
326 BOLLAY DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/15/2018

Director 10% Owner
 Officer (give title below) Other (specify below)

GOLETA, CA 93117
(City) (State) (Zip)

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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	Price	
Common Stock	08/15/2018		M		1,000	A \$ 8.37	8,797 D
Common Stock	08/15/2018		M		4,500	A \$ 16.62	13,297 D
Common Stock	08/15/2018		M		2,500	A \$ 38.54	15,797 D
Common Stock	08/15/2018		M		2,500	A \$ 44.19	18,297 D
Common Stock	08/15/2018		S ⁽¹⁾		706	D \$ 226.299 ⁽²⁾	17,591 D
	08/15/2018		S ⁽¹⁾		3,178	D	14,413 D

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Common Stock						\$ 227.1849 <u>(3)</u>		
Common Stock	08/15/2018		S ⁽¹⁾	1,110	D	\$ 228.5685 <u>(4)</u>	13,303	D
Common Stock	08/15/2018		S ⁽¹⁾	3,701	D	\$ 229.4292 <u>(5)</u>	9,602	D
Common Stock	08/15/2018		S ⁽¹⁾	1,605	D	\$ 230.4319 <u>(6)</u>	7,997	D
Common Stock	08/15/2018		S ⁽¹⁾	200	D	\$ 231.0685 <u>(7)</u>	7,797	D

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

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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 Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option (right to buy)	\$ 8.37	08/15/2018		M	1,000	<u>(8)</u> 10/09/2023	Common Stock	1,000
Stock Option (right to buy)	\$ 16.62	08/15/2018		M	4,500	<u>(9)</u> 03/31/2021	Common Stock	4,500
Stock Option	\$ 38.54	08/15/2018		M	2,500	<u>(10)</u> 05/15/2022	Common Stock	2,500

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(10) Subject to the reporting person's continuing service, twenty-five percent (25%) of the shares subject to the option shall vest and become exercisable on the one year anniversary of the vesting commencement date, and thereafter, one forty-eighth (1/48th) of the total shares subject to the option shall vest each month on the same day as the vesting commencement date. The vesting commencement date for this option is May 1, 2015.

(11) Subject to the reporting person's continuing service, twenty-five percent (25%) of the shares subject to the option shall vest and become exercisable on the one year anniversary of the vesting commencement date, and thereafter, one forty-eighth (1/48th) of the shares subject to the option shall vest each month on 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 May 1, 2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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