

Avinger Inc  
Form 3  
July 22, 2016

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

## INITIAL STATEMENT OF 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

OMB  
Number: 3235-0104  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting  
Person \*

Â Simpson John D.

(Last) (First) (Middle)

400 CHESAPEAKE DRIVE

(Street)

REDWOOD  
CITY,Â CAÂ 94063

(City) (State) (Zip)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

07/12/2016

3. Issuer Name **and** Ticker or Trading Symbol  
Avinger Inc [AVGR]

4. Relationship of Reporting  
Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner

\_\_\_\_ Officer \_\_\_\_ Other

(give title below) (specify below)

Sr. VP, Sales & Marketing

5. 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 Beneficially Owned

1. Title of Security  
(Instr. 4)

2. Amount of Securities  
Beneficially Owned  
(Instr. 4)

3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)

4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

Common stock	37,037	I	John David Simpson Trustee of Simpson Trust Dated 12/9/08
Common stock	5,036	I	John David Simpson Trustee of Simpson Trust Dated 12/9/08
Common stock	76,490	I	John David Simpson Trustee of Simpson Trust Dated 12/9/08
Common stock	30,974	I	John David Simpson Trustee of Simpson Trust Dated 12/9/08
Common stock	39,681	I	John David Simpson Trustee of Simpson Trust Dated 12/9/08
Common stock	62,379	I	John David Simpson Trustee of Simpson Trust Dated 12/9/08
Common stock	986	I	John David Simpson Trustee of

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

SEC 1473 (7-02)

**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.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Option (right to buy)	12/31/2014	12/31/2024	Common Stock	22,222	\$ 4.5	D	Â
Option (right to buy)	12/31/2014	12/31/2024	Common Stock	36,161	\$ 4.5	D	Â
Option (right to buy)	03/09/2010	03/09/2020	Common Stock	5,747	\$ 4.95	D	Â
Option (right to buy)	06/16/2010	07/01/2020	Common Stock	4,738	\$ 4.95	D	Â
Option (right to buy)	07/29/2011	07/29/2021	Common Stock	952	\$ 12.6	D	Â
Option (right to buy)	07/29/2011	07/29/2021	Common Stock	7,936	\$ 12.6	D	Â
Option (right to buy)	05/01/2013	05/01/2023	Common Stock	4,938	\$ 20.25	D	Â
Option (right to buy)	05/01/2013	05/01/2023	Common Stock	10,211	\$ 20.25	D	Â
Stock Option (Right to Buy)	03/03/2017 <sup>(1)</sup>	03/03/2026	Stock Option (Right to Buy)	15,000	\$ 12.99	D	Â
Restricted Stock Units	03/03/2017	Â <sup>(3)</sup>	Common stock	7,500 <sup>(4)</sup>	\$ <sup>(2)</sup>	D	Â
Warrants	09/02/2014	09/02/2016	Common stock	27,777	\$ 12.6	I	John David Simpson Trustee of Simpson Trust dated 12/9/08

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Simpson John D. 400 CHESAPEAKE DRIVE REDWOOD CITY, CA 94063	Â	Â	Â Sr. VP, Sales & Marketing	Â

## Signatures

/s/ John D  
Simpson

07/22/2016

Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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 stock options vest 25% on the first anniversary of the transaction date and monthly thereafter in 36 equal increments.
- (2) No exercise price for this type of award
- (3) No expiration date for this type of award
- (4) Reporting person received a grant under the 2015 Plan of RSUs with a grant date fair value of \$12.99 per share. The RSUs vest annually over four years in equal increments.

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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