

Inogen Inc  
 Form 3/A  
 August 16, 2016

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**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

(Print or Type Responses)

|                                           |         |                                                                                                                                                                                                                 |                                                      |  |
|-------------------------------------------|---------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------|--|
| 1. Name and Address of Reporting Person * |         | 2. Date of Event Requiring Statement                                                                                                                                                                            | 3. Issuer Name and Ticker or Trading Symbol          |  |
| Â Taylor Brenton                          |         | (Month/Day/Year)                                                                                                                                                                                                | Inogen Inc [INGN]                                    |  |
| (Last)                                    | (First) | (Middle)                                                                                                                                                                                                        | 02/12/2014                                           |  |
| 326 BOLLAY DRIVE                          |         | 4. Relationship of Reporting Person(s) to Issuer                                                                                                                                                                |                                                      |  |
| (Street)                                  |         | (Check all applicable)                                                                                                                                                                                          |                                                      |  |
| GOLETA, CA 93117                          |         | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below)    (specify below)<br>EVP, Engineering |                                                      |  |
| (City)                                    | (State) | (Zip)                                                                                                                                                                                                           | 5. If Amendment, Date Original Filed(Month/Day/Year) |  |
|                                           |         |                                                                                                                                                                                                                 | 02/12/2014                                           |  |
|                                           |         | 6. Individual or Joint/Group Filing(Check Applicable Line)                                                                                                                                                      |                                                      |  |
|                                           |         | <input checked="" type="checkbox"/> Form filed by One Reporting Person                                                                                                                                          |                                                      |  |
|                                           |         | <input type="checkbox"/> Form filed by More than One Reporting Person                                                                                                                                           |                                                      |  |

**Table I - Non-Derivative Securities Beneficially Owned**

|                                    |                                                          |                                                                   |                                                          |
|------------------------------------|----------------------------------------------------------|-------------------------------------------------------------------|----------------------------------------------------------|
| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|----------------------------------------------------------|-------------------------------------------------------------------|----------------------------------------------------------|

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<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|                                               | Date Exercisable    Expiration Date                         | Title    Amount or Number of Shares                                            |                                                        |                                                                                          |                                                          |

Stock Option (Right to Buy) <sup>(1)</sup>      <sup>(2)</sup>      10/10/2023      Common Stock      1,894 <sup>(3)</sup>      \$ 8.37      I      By Spouse

## Reporting Owners

| Reporting Owner Name / Address                         | Relationships  |                |                                 |                |
|--------------------------------------------------------|----------------|----------------|---------------------------------|----------------|
|                                                        | Director       | 10% Owner      | Officer                         | Other          |
| Taylor Brenton<br>326 BOLLAY DRIVE<br>GOLETA, CA 93117 | <sup>(2)</sup> | <sup>(2)</sup> | <sup>(2)</sup> EVP, Engineering | <sup>(2)</sup> |

## Signatures

/s/ Alison Bauerlein, as  
Attorney-in-Fact      08/16/2016

<sup>(2)</sup>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) This option was omitted from the reporting person's original form 3 filed on 02/12/2014, and subsequently reported on the reporting person's form 3/A filed on 12/31/2014.  
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
  - (2) 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 October 1, 2013.
  - (3) The number of shares subject to the option was incorrectly reported as 18,947 on the reporting person's form 3/A filed on 12/31/2014.
- 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.