McFarland Loren L Form 4 August 13, 2018

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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Expires:

January 31, 2005

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5. Relationship of Reporting Person(s) to

response...

OMB APPROVAL

if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

McFarland Loren L			Symbol Inogen Inc [INGN]				I	Issuer				
(Last)	(First)	(Middle)	(Check all applicable) 3. Date of Earliest Transaction (Month/Day/Year) _X_ Director 10% Owner									
C/O INOGEN, INC., 326 BOLLAY DRIVE				08/09/2018				t	Delow Officer (give title Delow) Other (specify below)			
(Street) 4. If A			4. If Am	If Amendment, Date Original 6.				6	6. Individual or Joint/Group Filing(Check			
Filed(N			Filed(Mo						Applicable Line) _X_ Form filed by One Reporting Person			
GOLETA, CA 93117				_					Form filed by More than One Reporting Person			
(City)	(State)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				(D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common				Code	V	Amount		Price	(Instr. 3 and 4)			
Common Stock	08/09/2018			M		2,000	A	\$ 16.62	2,989	D		
Common Stock	08/09/2018			S <u>(1)</u>		721	D	\$ 226.9162 (2)	2,268	D		
Common Stock	08/09/2018			S <u>(1)</u>		830	D	\$ 227.9436 (3)	1,438	D		
Common Stock	08/09/2018			S(1)		100	D	\$ 230.47	1,338	D		
	08/09/2018			S <u>(1)</u>		300	D		1,038	D		

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Common \$ 231.5877 (4)

Common Stock S(1) 49 D \$ 233.05 989 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. Transactic Code (Instr. 8)	5. Number out 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 16.62	08/09/2018		M	2,000	(5)	03/31/2021	Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
•	Director	10% Owner	Officer	Other		
McFarland Loren L C/O INOGEN, INC. 326 BOLLAY DRIVE GOLETA, CA 93117	X					

Signatures

/s/ Alison Bauerlein, as
Attorney-in-Fact

**Signature of Reporting Person Date

Reporting Owners 2

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 29, 2017.
- Represents the weighted average share price of an aggregate total of 721 shares sold in the price range of \$226.39 to \$227.03 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.
- Represents the weighted average share price of an aggregate total of 830 shares sold in the price range of \$227.42 to \$228.33 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 300 shares sold in the price range of \$231.50 to \$231.75 by the (4) 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.
- (5) Subject to the reporting person's continuing service, 1/24th of the total shares subject to the option shall vest every month after April 1, 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.