## Edgar Filing: Penumbra Inc - Form 4

Penumbra Inc	2												
Form 4													
February 14,	2017												
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								r	OMB APPROVAL				
	- UNITE	DSTATES						NGE (	COMMISSION	OND	3235-0287		
Check this	s box		vv as	ningto	<b>n</b> , 1	D.C. 205	949			Number:	January 31,		
if no longer				CES I	NB	ENEEL	CIAI		NEDSHID OF	Expires:	2005		
subject to					GES IN BENEFICIAL OWNE SECURITIES					Estimated a			
Form 4 or	Section 100					SECURITIES					burden hours per response 0.5		
Form 5		oursuant to	Section 16	5(a) of	the	Securiti	es Ex	chang	ge Act of 1934,	response	0.5		
obligation	<sup>18</sup> Section 1								f 1935 or Sectio	n			
may conti <i>See</i> Instru	nue.		of the Inv	•		•	- ·						
1(b).	etton												
(Print or Type R	esponses)												
1	11 CD (*	D *							5 0 1 (* 1* (				
Rothman Ly	ddress of Reportii	ng Person _		Name and Ticker or Trading				g	5. Relationship of Reporting Person(s) to Issuer				
Kouinnan Ly	1111		Symbol Democratic										
Penumb				bra Inc [PEN]					(Check all applicable)				
				e of Earliest Transaction									
ONE DENIU		F		Day/Year)					Director 10% Owner X Officer (give title Other (specify				
ONE PENUMBRA PLACE 02/14/20				)17					below) below)				
									EVP and C	Chief Business (	Officer		
				ndment, Date Original					6. Individual or Joint/Group Filing(Check				
				th/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person				
	CA 04502									Aore than One Re			
ALAMEDA	, CA 94502								Person		1 0		
(City)	(State)	(Zip)	Table	e I - Nor	1-De	erivative S	Securi	ties Ac	quired, Disposed of	f, or Beneficial	lly Owned		
1.Title of	2. Transaction I	Date 2A. Dee	emed	3.		4. Securi				6. Ownership	7. Nature of		
Security	(Month/Day/Ye		on Date, if		ictio	nAcquired				Form: Direct	Indirect		
(Instr. 3)		•	any (Month/Day/Year)		CodeDisposed of (D)(Instr. 8)(Instr. 3, 4 and 5)					D) or indirect (I)	Beneficial Ownership		
		(intolial)	Duj, i cui)	(1130.0)		(msu: 5,	+ and J)			Instr. 4)	(Instr. 4)		
							(A)		Reported				
							or		Transaction(s) (Instr. 3 and 4)				
-				Code	V	Amount	(D)	Price	(1150. 5 and 4)				
Common Stock	02/14/2017			S <u>(1)</u>		6,000	D	\$ 75	174,307 (2)	D			

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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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. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships								
	Director	10% Owner	Officer	Other					
Rothman Lynn ONE PENUMBRA PLACE ALAMEDA, CA 94502			EVP and Chief Business Officer						
Signatures									
/s/ Robert D. Evans, as attorney-in-fact for Lynn Rothman			02/14/2017						
<u>**</u> Signature of Reportin	ng Person		Date						

## **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 were effected pursuant to the Reporting Person's Rule 10b5-1 trading plan.
- (2) A portion of these shares is subject to vesting.

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.