

Penumbra Inc
 Form 4
 September 23, 2015

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 *
 Bose Arani

(Last) (First) (Middle)
 ONE PENUMBRA PLACE, 1351
 HARBOR BAY PARKWAY
 (Street)

ALAMEDA, CA 94502

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 Penumbra Inc [PEN]

3. Date of Earliest Transaction
 (Month/Day/Year)
 09/23/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 or Price		
Common Stock ⁽¹⁾	06/23/2015		M		300,000 A \$ 0.57	800,673	D
Common Stock ⁽¹⁾	06/23/2015		F		68,482 ⁽²⁾ D \$ 14.46	732,191	D
Common Stock	09/23/2015		C		13,471 A ⁽³⁾	745,662	D
Common Stock						250,000	I
Common Stock						250,000	I
							By Trust ⁽⁴⁾
							By Trust ⁽⁵⁾

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The Series B Preferred Stock automatically converted into Common Stock on a 1:1 basis upon closing of the Issuer's initial public offering of Common Stock and had no expiration date.

- (4) Shares are held by the Arani Bose 2009 Family Trust.
- (5) Shares are held by the Shumita Bose 2009 Family Trust.
- (6) All shares are fully vested.

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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