

# FORM 4

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

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person Novo A/S			2. Issuer Name and Ticker or Trading Symbol Inogen Inc [INGN]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <input type="checkbox"/>		
TUBORG HAVNEVEJ 19			3. Date of Earliest Transaction (Month/Day/Year) 02/20/2014			SEE REMARKS		
HELLERUP, G7 2900			4. If Amendment, Date Original Filed (Month/Day/Year)			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		
(City) (State) (Zip)								

### 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	(A) or (D)	Price				
COMMON STOCK	02/20/2014		C		5,948,056		A	\$ 0	6,036,449	D	
COMMON STOCK	02/20/2014		S		617,000		D	\$ 14.88	5,419,449	D	

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

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SEC 1474 (9-02)

### 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. Transaction Code (Instr. 8)		5. Number 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)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
SERIES B PREFERRED STOCK	(U)	02/20/2014		C		21,253		(U)	(U)	COMMON STOCK	30,839	\$ 0	0	D	
SERIES C PREFERRED STOCK	(U)	02/20/2014		C		1,137		(U)	(U)	COMMON STOCK	1,967	\$ 0	0	D	
SERIES D PREFERRED STOCK	(U)	02/20/2014		C		486,573		(U)	(U)	COMMON STOCK	914,516	\$ 0	0	D	
SERIES E PREFERRED STOCK	(U)	02/20/2014		C		506,338		(U)	(U)	COMMON STOCK	1,363,283	\$ 0	0	D	
SERIES F PREFERRED STOCK	(U)	02/20/2014		C		1,260,504		(U)	(U)	COMMON STOCK	1,260,504	\$ 0	0	D	
SERIES G PREFERRED STOCK	(U)	02/20/2014		C		2,376,947		(U)	(U)	COMMON STOCK	2,376,947	\$ 0	0	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Novo A/S TUBORG HAVNEVEJ 19 HELLERUP, G7 2900		X		SEE REMARKS

## Signatures

/s/ Thorkil Kastberg Christensen, Chief Financial Officer of Novo A/S 02/24/2014  
\*\*Signature of Reporting 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) Series B, C, D, E, F and G Preferred Stock (collectively, the "Preferred Stock") had no expiration date was convertible at any time, at the holder's election. Upon the closing of the Issuer's initial public offering, the Preferred Stock Restated Certificate of Incorporation).

### Remarks:

Novo A/S is a Danish limited liability company. The board of directors of Novo A/S (the "Novo Board"), currently is comprised of Sten Scheibye, Goran Ando, Jorgen Boe, Jeppe Christiansen, Steen Olsen, has shared investment and voting control over the securities of the Issuer held by Novo A/S (the "Shares") and may exercise such control only with the support of a majority of the Novo Board

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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