UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported)

November 30, 2015

INOGEN, INC.

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)

001-36309 (Commission File Number)

33-0989359 (IRS Employer Identification No.)

326 Bollay Drive

Goleta, California 93117 (Address of principal executive offices, including zip code)

(805) 562-0500

(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

[] Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

[] Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

[] Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

[] Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 7.01. Regulation FD Disclosure.

On November 30, 2015, Inogen, Inc. ("Inogen") issued a news release reaffirming 2015 revenue, adjusted EBITDA and net income guidance. Inogen also reaffirmed 2016 revenue guidance and provided 2016 net income and adjusted EBITDA guidance. A copy of the news release is attached to this Current Report on Form 8-K as Exhibit 99.1 and is incorporated herein by reference.

Additionally, at the 27th Annual Piper Jaffray Healthcare Conference in New York City on Tuesday, December 1, 2015 and the Evercore ISI MedTools & Outsourcing Investor Forum in Boston on Wednesday, December 2, 2015, our officers will participate in sessions with analysts and investors and will refer to a slide presentation. A copy of this presentation is attached hereto as Exhibit 99.2 and is incorporated herein by reference. The presentation will be posted on our website, www.inogen.com, on November 30, 2015. Included in this presentation is a discussion of our business and certain financial information regarding 2015 and 2016 guidance.

In accordance with General Instruction B.2 of Form 8-K, the information in this Current Report on Form 8-K, including Exhibits 99.1 and 99.2, shall not be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall they be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth in such a filing.

Non-GAAP Financial Measures

This filing includes certain non-GAAP financial measures as defined by SEC rules. Historically, Inogen has also publicly presented these supplemental non-GAAP measures in order to assist the investment community to see Inogen "through the eyes of management," and thereby enhance understanding of its operating performance. The non-GAAP financial measures are not intended to be considered in isolation or as a substitute for results prepared in accordance with GAAP. For future periods, we are unable to provide a reconciliation of Adjusted EBITDA to net income/(loss) as a result of the uncertainty regarding, and the potential variability of, the amounts of interest income, interest expense, depreciation and amortization, stock-based compensation, provisions for income taxes, and certain other infrequently occurring items, such as acquisition related costs, that may be incurred in the future. Our quarterly and annual results as reported in these non-GAAP measures will be reconciled to the most directly comparable GAAP financial measures when such actual results are announced by Inogen.

Forward-Looking Statements

This filing contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including statements relating to our current GAAP and non-GAAP guidance and estimates of 2015 and 2016 revenue, adjusted EBITDA, net income, and cash flow. Forward-looking statements are subject to numerous risks and uncertainties that could cause actual results to differ materially from currently anticipated results, including but not limited to, risks arising from the possibility that Inogen will not realize anticipated revenue; the impact of reduced reimbursement rates, including in connection with the implementation of the competitive bidding and the Center for Medicare and Medicaid Services (CMS) rules; the possible loss of key employees, customers, or suppliers; and intellectual property risks if Inogen is unable to secure and maintain patent or other intellectual property protection for the intellectual property used in its products. In addition, Inogen's business is subject to numerous additional risks and uncertainties, including, among others, risks relating to market acceptance of its products; its ability to successfully launch new products and applications; competition; its sales, marketing and distribution capabilities; its planned sales, marketing, and research and development activities; interruptions or delays in the supply of components or materials for, or manufacturing of, its

products; seasonal variations in customer operations; unanticipated increases in costs or expenses; and risks associated with international operations. Information on these and additional risks, uncertainties, and other information affecting Inogen's business and operating results are contained in Inogen's Annual Report on Form 10-K for the year ended December 31, 2014 and in Inogen's subsequent reports filed with the Securities and Exchange Commission, including Inogen's Quarterly Report on Form 10-Q for the period ended September 30, 2015. These forward-looking statements speak only as of the date hereof. Inogen disclaims any obligation to update these forward-looking statements except as may be required by law.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit	Description
99.1	Press Release, dated November 30, 2015.
99.2	Investor Presentation.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

INOGEN, INC.

By:/s/Alison Bauerlein

Alison Bauerlein Executive Vice President, Finance, Chief Financial Officer, Secretary and Treasurer

Date: November 30, 2015

Exhibit	
No.	Description
99.1	Press Release, dated November 30, 2015.
99.2	Investor Presentation.

NewsRelease



Exhibit 99.1

FOR IMMEDIATE RELEASE

Inogen Provides Additional Full Year 2016 Guidance - Reaffirms 2015 Guidance -

GOLETA, Calif., November 30, 2015 -- <u>Inogen, Inc</u>. (NASDAQ: <u>INGN</u>), a medical technology company offering innovative respiratory products for use in the homecare setting, announced today that it anticipates adjusted EBITDA for the full year 2016 to be in the range of \$35 to \$37 million, representing an approximate increase of 14.8% to 21.3% over the 2015 guidance mid-point of \$30.5 million. The Company also expects net income of \$11 to \$13 million, representing 18.9% to 40.5% growth over the 2015 guidance mid-point of \$9.25 million. The Company expects net positive cash flow for 2016 with no additional equity capital required to meet its current plan.

Inogen confirmed total revenue guidance for the full year 2016 of \$177 to \$183 million, representing 16.8% to 20.8% growth over the 2015 guidance mid-point of \$151.5 million.

Inogen is also confirming full year 2015 guidance provided on November 10, 2015 as follows:

- Revenue of \$150 to \$153 million, which represents year-over-year growth of 33.3% to 36.0%.
- Adjusted EBITDA of \$29 to \$32 million, representing an approximate increase of 21.1% to 33.6% over 2014.
- Net income of \$8.5 to \$10 million, representing an approximate increase of 24.5% to 46.5% over 2014.
- Net positive cash flow for 2015 with no additional equity capital required to meet its current plan.

Raymond Huggenberger, Inogen President and Chief Executive Officer, said, "As we approach year end and look towards 2016, our performance reflects focus, productivity, and solid execution across all aspects of our business. We remain confident in our ability to continue to grow the top line, while at the same time, leveraging operating efficiencies for continued strong profitability despite the reimbursement headwinds from the national rollout of competitive bidding pricing we anticipate in 2016."

Inogen has used, and intends to continue to use, its Investor Relations website, <u>http://investor.inogen.com/</u>, as means of disclosing material non-public information and for complying with its disclosure obligations under Regulation FD. For more information, visit <u>http://investor.inogen.com/</u>.

Use of Forward-Looking Statements

This press release contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including statements relating to our current GAAP and non-GAAP guidance and estimates of 2015 and 2016 revenue, adjusted EBITDA, net income, and cash flow. Forward-looking statements are subject to numerous risks and uncertainties that could cause actual results to differ materially from currently anticipated results, including but not limited to, risks arising from the possibility that Inogen will not realize anticipated revenue; the impact of reduced reimbursement rates, including in connection with the implementation of the competitive bidding and the Center for Medicare and Medicaid Services (CMS) rules; the possible loss of key employees, customers, or suppliers; and intellectual property risks if Inogen is unable to secure and maintain patent or other intellectual property protection for the intellectual property used in its products. In addition, Inogen's business is subject to numerous additional risks and uncertainties, including, among others, risks relating to market acceptance of its products; its ability to successfully launch new products and applications; competition; its sales, marketing and distribution capabilities; its planned sales, marketing, and research and development activities; interruptions or delays in the supply of components or materials for, or manufacturing of, its products; seasonal variations in customer operations; unanticipated increases in costs or expenses; and risks associated with international operations. Information on these and additional risks, uncertainties, and other information affecting Inogen's business and operating results are contained in Inogen's Annual Report on Form 10-K for the year ended December 31, 2014 and in Inogen's subsequent reports filed with the Securities and Exchange Commission, including Inogen's Quarterly Report on Form 10-Q for the period ended September 30, 2015. These forward-looking statements speak only as of the date hereof. Inogen disclaims any obligation to update these forward-looking statements except as may be required by law.

Use of Non-GAAP Financial Measures

This press release includes certain non-GAAP financial measures as defined by SEC rules. Historically, Inogen has also publicly presented these supplemental non-GAAP measures in order to assist the investment community to see Inogen "through the eyes of management," and thereby enhance understanding of its operating performance. The non-GAAP financial measures are not intended to be considered in isolation or as a substitute for results prepared in accordance with GAAP. For future periods, we are unable to provide a reconciliation of Adjusted EBITDA to net income/(loss) as a result of the uncertainty regarding, and the potential variability of, the amounts of interest income, interest expense, depreciation and amortization, stock-based compensation, provisions for income taxes, and certain other infrequently occurring items, such as acquisition related costs, that may be incurred in the future. Our quarterly and annual results as reported in these non-GAAP measures will be reconciled to the most directly comparable GAAP financial measures when such actual results are announced by Inogen.

About Inogen

Inogen is innovation in oxygen therapy. We are a medical technology company that develops, manufactures and markets innovative oxygen concentrators used to deliver supplemental long-term oxygen therapy to patients suffering from chronic respiratory conditions.

For more information, please visit www.inogen.com.

Investor Relations Contact: ir@inogen.net 805-562-0500 ext 7

Media Contact: Byron Myers 805-562-0503



Exhibit 99.2 Company Overview

December 2015

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Notice Regarding Forward-looking Statements

These slides and the accompanying oral presentation (the "Presentation") include forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, which are based on current expectations, estimates and projections based on information currently available to management. These forward-looking statements include, among others, statements relating to our current GAAP and non-GAAP guidance; estimates of 2015 and 2016 revenue, adjusted EBITDA, and adjusted EBITDA margin; our expectations regarding the impact of competitive bidding and changing reimbursement rates under competitive bidding and the Centers for Medicare & Medicaid Services rules; the size and estimates of growth in the oxygen therapy market; our expectations with respect to our needs for additional capital; and our anticipated future product releases. All statements other than statements of historical facts contained in this Presentation, including statements regarding our future results of operations and financial position, business strategy, prospective products, plans and objectives of management for future operations, and future results of current and anticipated products are forward-looking statements. Forward-looking statements are typically identified by words like "believe," "anticipate," "could," "should," "estimate," "expect," "intend," "plan," "project," "will," "forecast," "budget," "pro forma," and similar terms. Forward-looking statements are subject to numerous risks and uncertainties that could cause actual results to differ materially from currently anticipated results, including but not limited to, risks arising from the possibility that we will not realize anticipated revenue; the impact of reduced reimbursement rates in connection with the implementation of the competitive bidding process under Medicare and the Centers for Medicare & Medicaid Services rules; the possible loss of key employees, customers, or suppliers; and intellectual property risks if we are unable to secure and maintain patent or other intellectual property protection for the intellectual property used in our products. In addition, our business is subject to numerous additional risks and uncertainties, including, among others, risks relating to market acceptance of our products; our ability to successfully launch new products and applications; competition; our sales, marketing and distribution capabilities; our planned sales, marketing, and research and development activities; interruptions or delays in the supply of components or materials for, or manufacturing of, our products; seasonal variations in customer operations; unanticipated increases in costs or expenses; and risks associated with international operations. The known risks and uncertainties are described in detail under the caption "Risk Factors" and elsewhere in our Quarterly Report on Form 10-Q for the period ended September 30, 2015 filed with the Securities and Exchange Commission (SEC) on November 10, 2015. Accordingly, our actual results may materially differ from our current expectations, estimates and projections. Forwardlooking statements represent our management's beliefs and assumptions only as of November 30, 2015, and we undertake no obligation to update any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by applicable law. You should read our Annual Report on Form 10-K, quarterly reports of Form 10-Q, and other documents that we have filed and may file from time to time with the SEC for more complete information about Inogen, Inc. You may get these documents for free by visiting EDGAR on the Securities and Exchange Commission Web site at www.sec.gov.

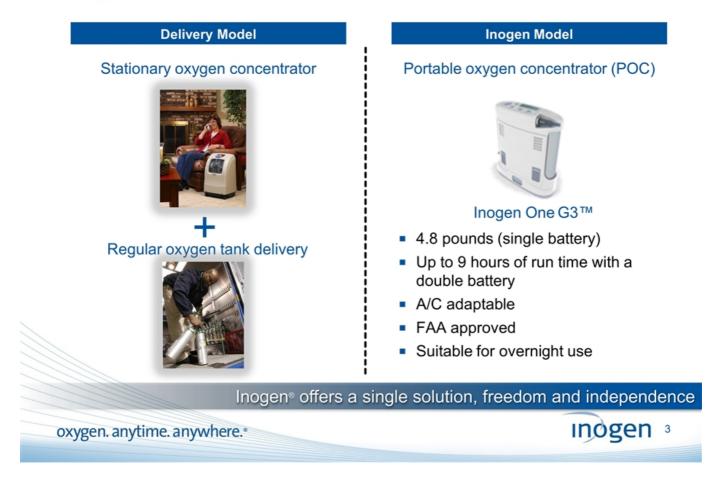
Use of Non-GAAP Financial Measures

This Presentation includes certain non-GAAP financial measures as defined by SEC rules. The non-GAAP financial measures are not intended to be considered in isolation or as a substitute for results prepared in accordance with GAAP. As required by Regulation G, we have provided a reconciliation of these non-GAAP measures to the most directly comparable GAAP measures, which is available in the Appendix following this Presentation. For future periods, we are unable to provide a reconciliation of Adjusted EBITDA and Adjusted Net Income to net income/(loss) as a result of the uncertainty regarding, and the potential variability of, the amounts of interest income, interest expense, depreciation and amortization, stock-based compensation, provisions for income taxes, and certain other infrequently occurring items, such as acquisition related costs, that may be incurred in the future.

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Inogen POC offers freedom and mobility



Traditional O2 therapy challenged by market

dynamics	Traditional O ₂	Inogen	Relevance today			
Enables Quality of Life	×	\checkmark	 Baby boomer expectations Co-pays ↑ → ↑ Consumer involvement in healthcare decisions 			
Cost effective	×	\checkmark	 Large reimbursement cuts implemented July 2013 <u>with</u> <u>additional cuts to the remaining</u> <u>Medicare market expected in 2016</u> Oxygen delivery has high fixed and variable costs 			
Maximizes mobility	×	\checkmark	 Ambulatory O₂ → 2x survival; 60% fewer hospital days 1 day hospital visit > 1 year O₂ therapy cost 			
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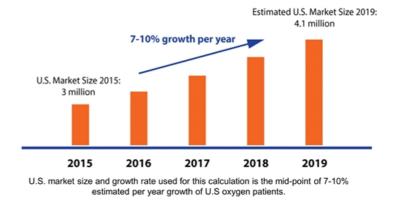
Large, growing addressable oxygen market opportunity in beginning stages of POC adoption

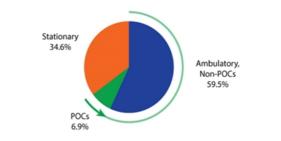
Large market opportunity & high growth

- Approximately \$3 billion to \$4 billion market, with 2.5 – 3.0 million oxygen patients in U.S. and 4.5 to 5.0 million patients worldwide as of year-end 2014
- Oxygen patient population is estimated to grow 7-10% per year between 2013 – 2019
- Increasing emphasis on earlier diagnosis of respiratory disease. An estimated 50% of COPD patients are currently undiagnosed

POCs small but fastestgrowing segment of the market

 POCs have penetrated ~6.9% of the Medicare market





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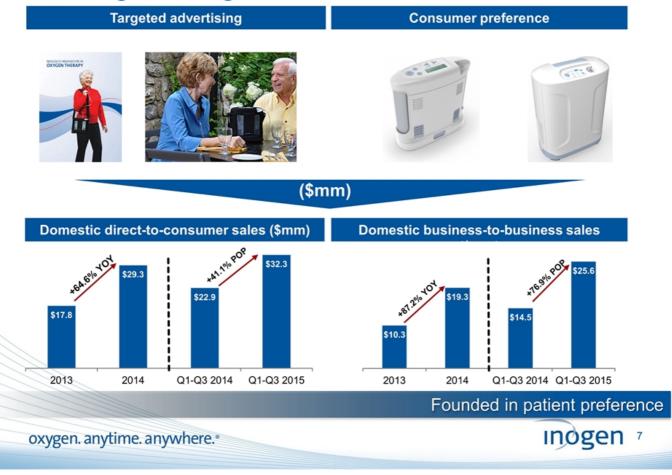
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Note: Oxygen market size and split based on 2014 U.S. Medicare claims data.

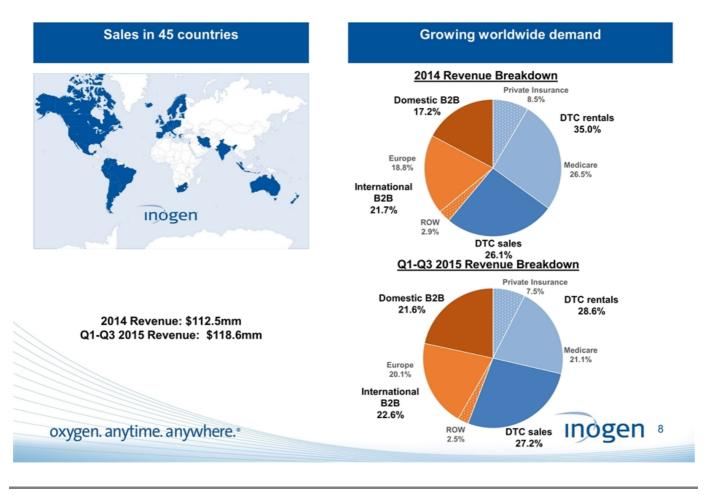
Inogen One performance drives POC leadership position

		Light weight	High capacity
		Inogen One G3	Inogen One G2 [®]
	O ₂ capacity	840 ml/min	1260 ml/min
	Overnight	\checkmark	\checkmark
	Single Solution	\checkmark	\checkmark
	User Replaceable Batteries	~	~
Convenience Design	Sieve Life Extending Technology	~	~
	Weight (Ibs)	4.8 (single battery) 5.8 (double battery)	7.0 (single battery) 8.4 (double battery)
	Battery duration	Up to 9 hours on a double battery	Up to 10 hours on a double battery
	Sound level	42 dB	38 dB
C	oxygen. anytime. any	where.*	inogen

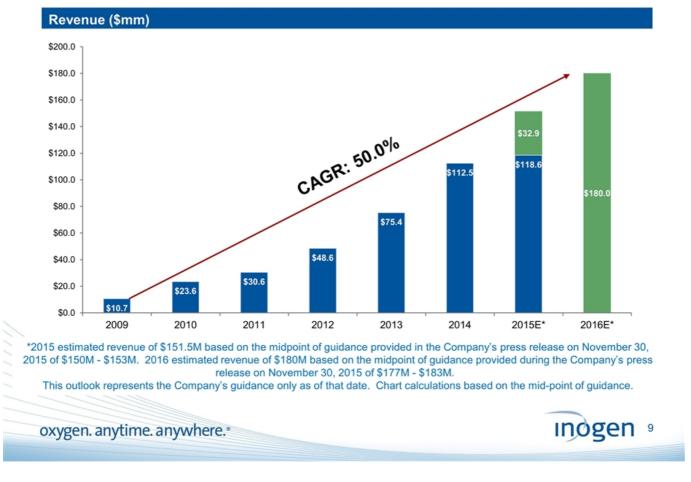
Building the Inogen Brand



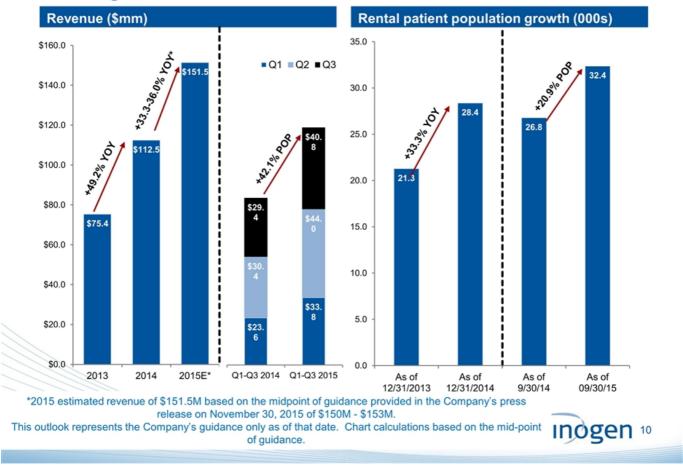
B2B sales & distribution diversifies revenue

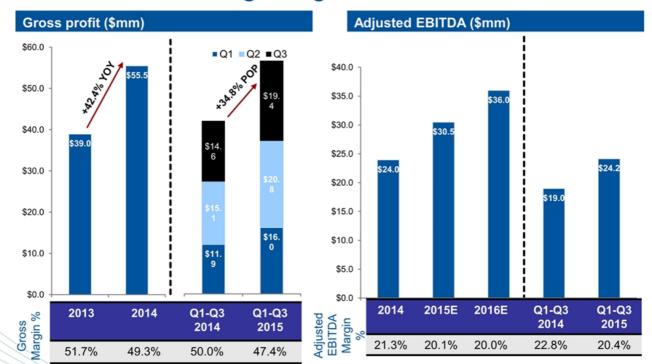


Track record of growth



Strong recent momentum





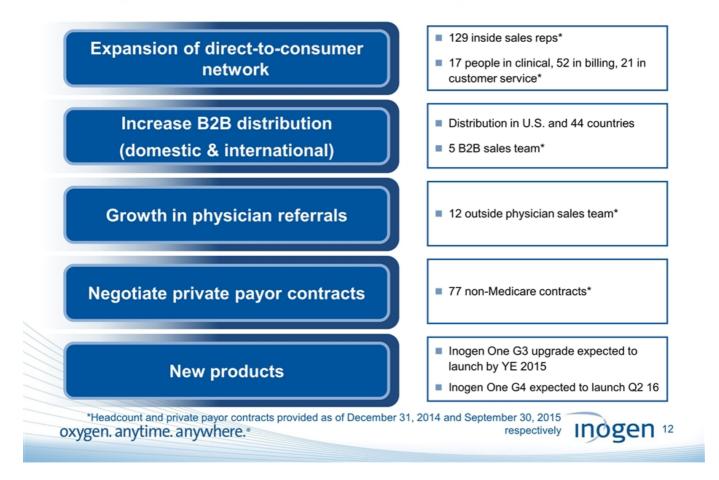
Growth with strong margins

*2015 estimated Adjusted EBITDA of \$30.5M based on the midpoint of guidance provided during the Company's press release on November 30, 2015 of \$29M - \$32M. 2016 estimated Adjusted EBITDA of \$36M based on the midpoint of guidance provided during the Company's press release on November 30, 2015 of \$35M - \$37M. This outlook represents the Company's guidance only as of that date. Chart calculations based on the mid-point of guidance.

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Multiple avenues to drive future growth



Company highlights

Market leader in large, growing, underpenetrated market

DTC model enables innovation and customer access

Differentiated product portfolio with commitment to R&D

Seasoned management team with proven track record

Attractive financial profile

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Inogen At Home® stationary oxygen concentrator

- October 2014 launch
- Retail price \$1,495
- Lightest 5 LPM continuous flow oxygen concentrator on the market
- Low power consumption
- Designed for patient preference and reliability
- Expands product portfolio to fulfill the clinical requirements of most oxygen therapy patients
- Worldwide electrical compatibility reduces manufacturing and distribution complexity

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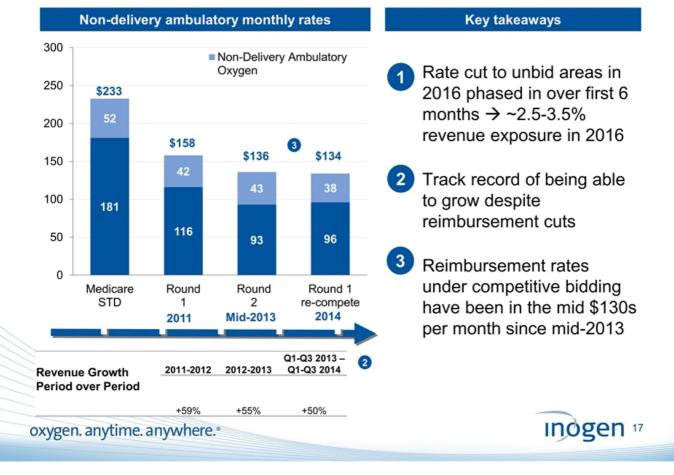




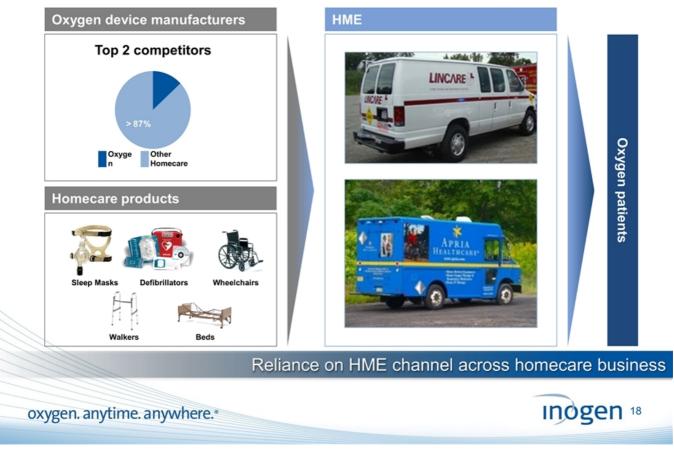
Significant Intellectual Property

27 issued U.S. patents; 1 Canadian patent issued Product differentiation System design and assembly Long-term protection of Control algorithms existing portfolio Advanced Technologies 5 pending U.S. patents Reliability User replaceable sieve beds Reduced service costs Sieve bed life prediction Patents and pending patents as of September 30, 2015 Inogen 16 oxygen. anytime. anywhere.*

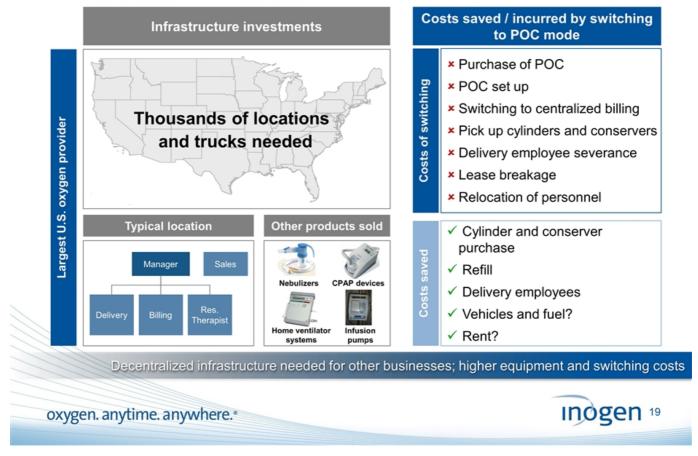




Why would other POC manufacturers have difficulty going DTC?



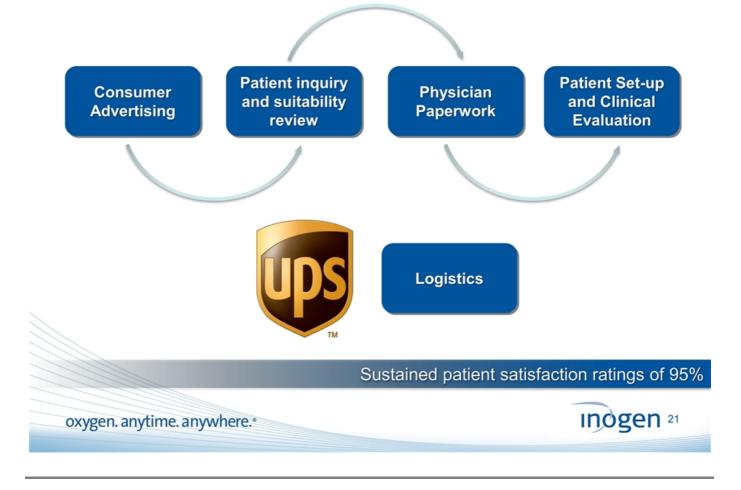
What is barrier to entry for HME providers adopting POC model?



Continuous innovation to stay at the forefront of customer preference

	Jan-05	Jan-06	Jan-07	Jan-08	Jan-09	Jan-10	Jan-11	Jan-12	Jan-13	Jan-14		
		<u> </u>				<u> </u>	_	_	-	-		Pipeline
Inogen One												
æ.	Oct-04 Release	Jun- Upda			Apr Upd							
Inogen One	G2											
						Mar Rele	r -10 ease		Sep Upd			 Inogen One G3 upgrade
Inogen One	G3											Inogen One
	(32% lighte	er than G2)]					Sep-12 Releas		lov-13 Jpdate		G4 (ultraportable concentrator)
Inogen At H	ome											
										Oct-1 Relea		
				Over	all pro	oduct	syster	n cos	t redu	iction	of 40)% 2009-2014
oxyge	n. anytime	e. anyw	here.*								Ir	ogen 20

Sales and customer service is a core competency



High standards of compliance and regulations

ACCREDITED	Medicare	
Accredited Home Medical Equipment Provider by the Accreditation Commission for Health Care (ACHC)	 Licensed to sell directly to patients and bill Medicare 	 510(k) clearance by the FDA
	in 49 states and District of Columbia	 FDA registered manufacturing facilities
	 State by state licensure requirements 	 FAA clearance for use o commercial aircraft
		 Certified for European ISO 13485 for design, development, production of Oxygen concentrators

A proven team built for success

Ray Huggenberger Chief Executive Officer	 10 years with Sunrise Medical Inc., President & COO from '02 to '04 Spinoff of German TA Healthcare division and sale to Warburg Pincus
Ali Bauerlein Chief Financial Officer	 Co-founder of Inogen has raised over \$92 million in VC funding Has successfully facilitated the sale of over 6.9 million shares with a market value over \$124 million in the public sector
Scott Wilkinson Executive Vice President, Sales & Marketing	 25 years of leadership with Johnson & Johnson, Kimberly-Clark, Invacare in operations, R&D, product management, sales & marketing Launched \$100 million O₂ product line segment at Invacare
Matt Scribner Executive Vice President, Operations	 20 years of operations experience with 15 years in medical device companies Executive roles with Computer Motion, acquired by Intuitive Surgical
Brenton Taylor Executive Vice President, Engineering	 Co-founder of Inogen with over a decade of experience in medical device product development and manufacturing Successfully obtained 23 approved U.S. patents for POC development
Byron Myers Vice President, Marketing	 Co-founder of Inogen with direct responsibility for DTC marketing efforts MBA, UCSD Rady School of Management

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Appendix – GAAP to Non-GAAP Reconciliation

		Ended ber 31,	Nine Months Ended September 30,	
(In Thousands)	2014	2013	2015	2014
Net Income:	\$6,826	\$25,435	\$7,727	\$5,307
Non-GAAP adjustments:				
Interest income	(42)	(12)	(66)	(28)
Interest expense	449	562	18	440
Provision (benefit) for income taxes	3,226	(21,587)	3,683	3,408
Depreciation and amortization	12,080	8,544	10,468	8,779
Change in fair value of preferred stock warrant liability	(36)	262	-	(36)
Stock-based compensation	1,451	230	2,343	1,123
Adjusted EBITDA	\$23,954	\$13,434	\$24,173	\$18,993

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Proprietary & Confidential

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Balance sheet overview

