

# FORM 3

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

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### INITIAL STATEMENT OF 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 * <b>GREER R SCOTT</b>		2. Date of Event Requiring Statement (Month/Day/Year) <b>08/03/2015</b>	3. Issuer Name <b>and</b> Ticker or Trading Symbol <b>Inogen Inc [INGN]</b>	
(Last) (First) (Middle) <b>C/O INOGEN, INC., 325 BOLLAY DRIVE</b>	(Street) <b>GOLETA, CA 93117</b>		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(City) (State) (Zip)	5. 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				

#### Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	14,485	I	See footnote (1)

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

SEC 1473 (7-02)

**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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Common Stock Warrant (right to buy)	04/20/2007	04/20/2017	Common Stock	1,517	\$ 0.3	I	See footnote (2)
Common Stock Warrant (right to buy)	04/20/2007	04/20/2017	Common Stock	688	\$ 0.3	I	See footnote (2)
Common Stock Warrant (right to buy)	04/20/2007	04/20/2017	Common Stock	266	\$ 0.3	I	See footnote (2)
Common Stock Warrant (right to buy)	05/29/2007	05/29/2017	Common Stock	1,783	\$ 0.3	I	See footnote (2)
Common Stock Warrant (right to buy)	06/15/2007	06/15/2017	Common Stock	1,188	\$ 0.3	I	See footnote (2)
Common Stock Warrant (right to buy)	07/17/2007	07/17/2017	Common Stock	496	\$ 0.3	I	See footnote (2)
Common Stock Warrant (right to buy)	10/05/2007	10/05/2017	Common Stock	9,280	\$ 0.3	I	See footnote (2)

# Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GREER R SCOTT C/O INOGEN, INC. 325 BOLLAY DRIVE GOLETA, CA 93117	X			

## Signatures

/s/ Alison Bauerlein, as Attorney-in-Fact		08/11/2015
<small>**Signature of Reporting Person</small>		<small>Date</small>

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) Shares held directly by The R. Scott Greer and Michelle Greer Revocable Trust, a trust for the benefit of the Reporting Person and the Reporting Person's spouse, for which the Reporting Person and the Reporting Person's spouse serve as trustees.
  - (2) This warrant is held by Numenor Ventures, L.L.C. The reporting person and his wife are the managing members of Numenor Ventures, L.L.C.

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.

## POWER OF ATTORNEY

The undersigned, as a Section 16 reporting person of Inogen, Inc. (the "Company"), hereby constitutes and appoints Raymond Huggenberger, Alison Bauerlein, Leslyn Cicekli, Rhonda McBride, Daniel Koeppen and Zachary Myers the undersigned's true and lawful attorneys-in-fact to:

1. complete and execute Forms 3, 4 and 5 and other forms and all amendments thereto as such attorneys-in-fact shall in their discretion determine to be required or advisable pursuant to Section 16 of the Securities Exchange Act of 1934 (as amended) and the rules and regulations promulgated thereunder, or any successor laws and regulations, as a consequence of the undersigned's ownership, acquisition or disposition of securities of the Company; and
2. do all acts necessary in order to file such forms with the Securities and Exchange Commission, any securities exchange or national association, the Company and such other person or agency as the attorneys-in-fact shall deem appropriate.

The undersigned hereby ratifies and confirms all that said attorneys-in-fact and agent shall do or cause to be done by virtue hereof. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934 (as amended).

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the Company and the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 3rd day of August, 2015.

Signature: /s/ R. Scott Greer

Print Name: R. Scott Greer

Exhibit 24