

Penumbra Inc
Form 3
September 17, 2015

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,
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 *

Wang Walter Charles
(Last) (First) (Middle)

ONE PENUMBRA
PLACE, 1351 HARBOR BAY
PARKWAY

(Street)

ALAMEDA, CA 94502

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
09/17/2015

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

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer ☐ Other
(give title below) (specify below)

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 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

6,125

D

^

Common Stock

15,312

I

See Footnote ⁽¹⁾

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

SEC 1473 (7-02)

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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

4. Conversion or Exercise

5. Ownership Form of

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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			(Instr. 4)		Price of	Derivative	
	Date	Expiration	Title	Amount or	Derivative	Security:	
	Exercisable	Date		Number of	Security	Direct (D)	
				Shares		or Indirect	
						(I)	(Instr. 5)
Series B Preferred Stock	Â (2)	Â (2)	Common Stock	122,500 (3)	\$ (3)	D	Â
Series C Preferred Stock	Â (2)	Â (2)	Common Stock	125,392 (3)	\$ (3)	D	Â
Series D Preferred Stock	Â (2)	Â (2)	Common Stock	157,791 (3)	\$ (3)	D	Â
Series E Preferred Stock	Â (2)	Â (2)	Common Stock	105,263 (3)	\$ (3)	D	Â
Series B Preferred Stock	Â (2)	Â (2)	Common Stock	306,250 (3)	\$ (3)	I	See Footnote (1)
Series C Preferred Stock	Â (2)	Â (2)	Common Stock	313,480 (3)	\$ (3)	I	See Footnote (1)
Series D Preferred Stock	Â (2)	Â (2)	Common Stock	197,239 (3)	\$ (3)	I	See Footnote (1)
Series E Preferred Stock	Â (2)	Â (2)	Common Stock	131,579 (3)	\$ (3)	I	See Footnote (1)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wang Walter Charles ONE PENUMBRA PLACE 1351 HARBOR BAY PARKWAY ALAMEDA, CA 94502	Â X	Â	Â	Â

Signatures

/s/ Sukhindra Mata, as attorney-in-fact for Walter Charles Wang

09/17/2015

__Signature of Reporting Person

Date

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).
- Shares are held by Wang Ventures LLC, of which Mr. Wang is a Member. To the extent Mr. Wang is deemed to have beneficial ownership of any shares held by Wang Ventures LLC, he disclaims beneficial ownership except to the extent of his pecuniary interest therein.
- (1)
 - (2) The securities are preferred stock of the Issuer. These securities are immediately convertible upon the closing of the Issuer's initial public offering and do not have an expiration date.

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- (3) Each share of preferred stock will automatically convert on a 1-for-1 basis into common stock upon the closing of the Issuer's initial public offering.

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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