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

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

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

1. Name and Address of Reporting Person *
Roberts Johanna

Penumbra Inc [ PEN ]

ONE PENUMBRA PLACE

ALAMEDA, CA 94502

2. Issuer Name and Ticker or Trading Symbol

3. Date of Earliest Transaction (MM/DD/YYYY)

8/15/2022

4. Securities Acquired (A) or Disposed of (D)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

EVP, Gen. Counsel & Secretary

6. Individual or Joint/Group Filing (Check Applicable Line)

[X] 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

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Trans. Date</th>
<th>2A. Deemed Execution Date, if any</th>
<th>3. Trans. Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>8/15/2022</td>
<td>M</td>
<td>V</td>
<td>Amount (A) or (D)</td>
<td>Price</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>8/15/2022</td>
<td>S</td>
<td>V</td>
<td>Amount (A) or (D)</td>
<td>Price</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th></th>
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</tr>
</thead>
<tbody>
<tr>
<td>Stock Option (right to buy)</td>
<td>$22.04</td>
<td>8/15/2022</td>
<td>M</td>
<td>Date Exercisable and Expiration Date</td>
<td>Title: Common Stock, Amount: 1700.0 Shares: 25500</td>
<td>D</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

(1) A portion of these shares is subject to vesting.

(2) The sales were effected pursuant to the Reporting Person's Rule 10b5-1 trading plan.

(3) This transaction was executed in multiple trades at prices ranging from $175.00 to $175.10. The price reported above reflects the weighted average sale price.

(4) All shares are vested and exercisable.

**Reporting Owners**

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>Roberts Johanna</td>
<td>Director 10% Owner Officer EVP, Gen. Counsel &amp; Secretary</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Signatures</th>
<th>Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>/s/ Johanna Roberts</td>
<td>8/17/2022</td>
</tr>
</tbody>
</table>

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.
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.