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
   ONE PENUMBRA PLACE
   ALAMEDA, CA 94502

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

3. Date of Earliest Transaction (MM/DD/YYYY)
   4/1/2022

4. If Amendment, Date Original Filed (MM/DD/YYYY)

5. Relationship of Reporting Person(s) to Issuer
   ______ Director     ______ 10% Owner
   ______ Officer (give title below) ______ Other (specify below)
   EVP, Gen. Counsel & Secretary

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 Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>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>4/1/2022</td>
<td>M</td>
<td>1500</td>
<td>A</td>
<td>$22.04</td>
<td>59124</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>4/1/2022</td>
<td>S(2)</td>
<td>100</td>
<td>D</td>
<td>$221.71</td>
<td>59024</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>4/1/2022</td>
<td>S(2)</td>
<td>800</td>
<td>D</td>
<td>$223.47</td>
<td>58924</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>4/1/2022</td>
<td>S(2)</td>
<td>400</td>
<td>D</td>
<td>$226.43</td>
<td>57724</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>4/1/2022</td>
<td>S(2)</td>
<td>100</td>
<td>D</td>
<td>$226.83</td>
<td>57624</td>
<td>D</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivate Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Trans. Date</th>
<th>3A. Deemed Execution Date, if any</th>
<th>4. Trans. Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date Title</th>
<th>7. Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Stock Option (right to buy)</td>
<td>$22.04</td>
<td>4/1/2022</td>
<td>M</td>
<td>1500</td>
<td>8/1/2025</td>
<td>Common Stock</td>
<td>1500.0</td>
<td>$0</td>
<td>27200</td>
<td>D</td>
<td>D</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 $224.88 to $225.61. The price reported above reflects the weighted average sale price.

(4) This transaction was executed in multiple trades at prices ranging from $226.12 to $226.70. The price reported above reflects the weighted average sale price.

(5) 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>

ALAMEDA, CA 94502
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.