FORM 4

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 *
   Leeds Janet
   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)
   2/18/2022

4. If Amendment, Date Original Filed (MM/DD/YYYY)
   
5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
   __X__ Director  ____ 10% Owner  
   ____  Officer (give title below)  ____ Other (specify below)

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>Title of Security</th>
<th>Trans. Date</th>
<th>Trans. Code</th>
<th>Securities Acquired (A) or Disposed of (D)</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>2/18/2022</td>
<td>A</td>
<td>A</td>
<td>710</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>Price</td>
<td>3961</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivative Security</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Trans. Date</th>
<th>Trans. Code</th>
<th>Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>Date Exercisable and Expiration Date</th>
<th>Title of Derivative Security Underlying Derivative Security</th>
<th>Amount or Number of Shares</th>
</tr>
</thead>
<tbody>
<tr>
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</tr>
</tbody>
</table>

Explanation of Responses:

(1) Restricted stock units vest as to 1/4 on each of March 31, 2022, June 30, 2022, September 30, 2022, and December 31, 2022, subject to Ms. Leeds' continued service as director through such dates.

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

Reporting Owners

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>Leeds Janet</td>
<td>X</td>
</tr>
<tr>
<td>ONE PENUMBRA PLACE</td>
<td></td>
</tr>
<tr>
<td>ALAMEDA, CA 94502</td>
<td></td>
</tr>
</tbody>
</table>

Signatures

/s/ Emma J. Purdy, as attorney-in-fact for Janet Leeds  2/23/2022

** Signature of Reporting Person  Date

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.