

**144: Filer Information**

Filer CIK	<input type="text" value="0001222357"/>
Filer CCC	<input type="text" value="XXXXXXXX"/>
Is this a LIVE or TEST Filing?	<input checked="" type="radio"/> LIVE <input type="radio"/> TEST

**Submission Contact Information**

Name	<input type="text"/>
Phone	<input type="text"/>
E-Mail Address	<input type="text"/>

**144: Issuer Information**

Name of Issuer	<input type="text" value="AXOGEN INC."/>
SEC File Number	<input type="text" value="001-36046"/>
Address of Issuer	<input type="text" value="13631 Progress Blvd.&lt;br/&gt;Suite 400&lt;br/&gt;Alachua&lt;br/&gt;FLORIDA&lt;br/&gt;32615"/>
Phone	<input type="text" value="386-462-6800"/>
Name of Person for Whose Account the Securities are To Be Sold	<input type="text" value="PETER J MARIANI"/>

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer	<input type="text" value="Officer"/>
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**144: Securities Information**

Title of the Class of Securities To Be Sold	<input type="text" value="Common"/>
Name and Address of the Broker	<input type="text" value="Morgan Stanley Smith Barney LLC Executive Financial Services&lt;br/&gt;1 New York Plaza&lt;br/&gt;38th Floor&lt;br/&gt;New York&lt;br/&gt;NY&lt;br/&gt;10004"/>
Number of Shares or Other Units To Be Sold	<input type="text" value="12500"/>
Aggregate Market Value	<input type="text" value="93810.00"/>
Number of Shares or Other Units Outstanding	<input type="text" value="43043606"/>
Approximate Date of Sale	<input type="text" value="12/11/2023"/>
Name the Securities Exchange	<input type="text" value="NASDAQ"/>

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

## 144: Securities To Be Sold

Title of the Class	Common
Date you Acquired	02/15/2022
Nature of Acquisition Transaction	Performance Stock Units
Name of Person from Whom Acquired	Issuer
Is this a Gift?	<input type="checkbox"/> Date Donor Acquired
Amount of Securities Acquired	2207
Date of Payment	02/15/2022
Nature of Payment	Cash

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

## 144: Securities To Be Sold

Title of the Class	Common
Date you Acquired	07/18/2022
Nature of Acquisition Transaction	Performance Stock Units
Name of Person from Whom Acquired	Issuer
Is this a Gift?	<input type="checkbox"/> Date Donor Acquired
Amount of Securities Acquired	2763
Date of Payment	07/18/2022
Nature of Payment	Cash

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

## 144: Securities To Be Sold

Title of the Class	Common
Date you Acquired	12/20/2021
Nature of Acquisition Transaction	Restricted stock vesting under a registered plan
Name of Person from Whom Acquired	Issuer
Is this a Gift?	<input type="checkbox"/> Date Donor Acquired
Amount of Securities Acquired	1143
Date of Payment	12/20/2021
Nature of Payment	Cash

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

## 144: Securities To Be Sold

Title of the Class	Common
Date you Acquired	06/30/2022
Nature of Acquisition Transaction	Shares Purchased through Employee Stock Purchase Plan
Name of Person from Whom Acquired	Issuer

Is this a Gift?  Date Donor Acquired

Amount of Securities Acquired	3000
Date of Payment	06/30/2022
Nature of Payment	Cash

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

## 144: Securities To Be Sold

Title of the Class	Common
Date you Acquired	03/16/2022
Nature of Acquisition Transaction	Restricted stock vesting under a registered plan
Name of Person from Whom Acquired	Issuer

Is this a Gift?  Date Donor Acquired

Amount of Securities Acquired	1410
Date of Payment	03/16/2022
Nature of Payment	Cash

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

## 144: Securities To Be Sold

Title of the Class	Common
Date you Acquired	12/27/2021
Nature of Acquisition Transaction	Restricted stock vesting under a registered plan
Name of Person from Whom Acquired	Issuer

Is this a Gift?  Date Donor Acquired

Amount of Securities Acquired	1977
Date of Payment	12/27/2021

Nature of Payment

Cash

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

## 144: Securities Sold During The Past 3 Months

Name and Address of Seller

Peter Mariani  
13631 Progress Blvd.  
Suite 400  
Alachua  
FL  
32615

Title of Securities Sold

Common

Date of Sale

10/12/2023

Amount of Securities Sold

24

Gross Proceeds

97.47

## 144: Securities Sold During The Past 3 Months

Name and Address of Seller

Peter Mariani  
13631 Progress Blvd.  
Suite 400  
Alachua  
FL  
32615

Title of Securities Sold

Common

Date of Sale

10/12/2023

Amount of Securities Sold

3239

Gross Proceeds

12968.29

## 144: Remarks and Signature

Remarks

Date of Notice

12/11/2023

### ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature

/s/ Peter James Mariani

**ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)**