## FORM 4

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

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

#### 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

(Print or Ty	pe Kesponse	8)														
Name and Address of Reporting Person * Gold Mark Stephen				2. Issuer Name and Ticker or Trading Symbol Axogen, Inc. [AXGN]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner						
(Last) (First) (Middle) 13631 PROGRESS BOULEVARD, SUITE 400				3. Date of Earliest Transaction (Month/Day/Year) 11/22/2019						Office	er (give title belo	ow)	Other (specify	below)		
(Street)				4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person						
ALACHU (City	UA, FL 32	(State)	(Zip)		_											
		(State)	T			_							osed of, or l		1	
(Instr. 3) Date		*****	2A. Deemed Execution Date, any	if Code (Instr. 8)		ction	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Reported Transaction(s)		Form:	7. Nature of Indirect Beneficial				
				(Month/	nth/Day/Year)		Code	v	Amour	(A) or (D)	Price	(Instr. 3 a	s and 4)		Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common Stock		11/22/2019				G		13,09	0 D	\$ 0	333,771 (1)			Ι(I)	By Trust- See Footnote	
Reminder:	Report on a s	separate line fo	or each class of secur Table II - 1					Pers cont the f	ons wh ained i orm dis	no respon n this for splays a	m are curre	not requesting ntly valid	ction of inf uired to res	spond unle	ess	C 1474 (9-02)
							-			tible secu		ny Owneu				
Security	2. Conversion or Exercise Price of Derivative Security	3. Transactio Date (Month/Day/	Execution Da	Co	de	of Deri Secu Acqu (A) o Disp of (I (Inst	umber and Expiration Date (Month/Day/Year) Underwrites cquired (Month/Day/Year) (Month/Day/		Ame Und Seco	itle and ount of lerlying urities tr. 3 and		Derivative Securities Beneficially Owned Following Reported Transaction(s)	Owner Form of Deriva Securit Direct or Indi	of Beneficial Ownersh (Instr. 4)  (D) rect		
				C	ode V	(A)	(D)	Date Exer		Expiration Date	n Title	Amount or Number of Shares				

### **Reporting Owners**

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Gold Mark Stephen 13631 PROGRESS BOULEVARD SUITE 400 ALACHUA, FL 32615	X						

### **Signatures**

/s/Dr. Mark Gold	11/26/2019
**Signature of Reporting Person	Date

#### **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(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).
- The shares of common stock for Dr. Gold include 199,671 shares held jointly by Dr. Gold and his wife, indirect ownership of 20,000 shares held by Dr. Gold's spouse and (1) indirect ownership of 92,000 shares held by MJSK, Ltd., a decedent investment trust held by Dr. Gold's family. The transaction reflected on this Form 4 relates to the gift of securities by Dr. Gold to accounts held by his grandchildren pursuant to the Uniform Transfer to Minors Act who do not share a household with Dr. Gold.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.