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

OMB APPR	OVAL
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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

(Finit of Type	e Responses)														
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) 06/01/2020							Officer (give t	itle below)	Oth	er (specify belo	ow)
(Street) ALACHUA, FL 32615			4. If Amendment, Date Original Filed(Month/Day/Year) 06/03/2020						_X_ For	6. Individual or Joint/Group Filing(Check Applicable Line)  Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City) (State) (Zip)			Table I - Non-Derivative Securities Acqu					Acquired, D	luired, Disposed of, or Beneficially Owned						
1.Title of Sec (Instr. 3)	Title of Security  2. Transaction Date (Month/Day/Yea		2A. Deemed Execution Date, if any (Month/Day/Year)		Date, if	Code ((Instr. 8)		A) or Disposed of (Instr. 3, 4 and 5)  (A) or (A) or (B) (A) or (C) (D) (D)	(D) Owned Transa	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		·	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: R	eport on a sep	parate line for each o		- Derivat	tive S	Securitie	s Acc	Person in this to a curre	s who respond form are not req ntly valid OMB o	uired to recontrol num	spond ui nber.				1474 (9-02)
1. Title of Derivative Security (Instr. 3)	2.	se (Month/Day/Year) any (Month	a. p. 1	4. Transaction Code		5. Number		s, options, convertible securit  6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s		
Security	Conversion or Exercise Price of Derivative Security	Date	Execution Date, if	Transac Code		of Deriv Securities Acquires or Disposof (D) (Instr. 3,	rative es d (A) osed	Expiration I (Month/Day	Date	of Underlyi Securities	ng	Derivative Security	Derivative Securities Beneficially Owned Following Reported	Owners Form o Derivat Securit Direct ( or India	Owners y: (Instr. 4
Security	or Exercise Price of Derivative	Date	Execution Date, if any	Transac Code		of Deriv Securities Acquires or Disposof (D) (Instr. 3,	rative es d (A) osed	Expiration I (Month/Day	Date	of Underlyi Securities	ng	Derivative Security	Derivative Securities Beneficially Owned Following Reported	Owners Form o Derivat Securit Direct ( or India	ship of Indir f Benefic ive Owners y: (Instr. 4
Security	or Exercise Price of Derivative	Date (Month/Day/Year)	Execution Date, if any	Transac Code (Instr. 8	)	of Deriv Securitie Acquired or Dispo of (D) (Instr. 3, and 5)	rative es d (A) osed , 4,	Expiration I (Month/Day	Oate /Year)	of Underlyi Securities (Instr. 3 and	Amount or Number of Shares	Derivative Security	Derivative Securities Beneficially Owned Following Reported Transaction	Owners Form o Derivat Securit Direct ( or India (I) (Instr. 4	ship of Indir f Benefic ive Owners y: (Instr. 4

	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	06/12/2020
**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).

- Annual equity grant for service as Director on the Axogen, Inc. Board of Directors. The number of shares pursuant to the equity grant is based on a \$120,000 valuation as of the grant date and (1) vests on June 1, 2021, one year from the anniversary of the grant date. One-half of the annual equity grant value is in the form of non-qualified stock options and one-half of the annual equity
- (2) Each restricted stock unit represents a contingent right to receive one share of Axogen, Inc. common stock.

grant value is in the form of restricted stock units.

(3) The original Form 4 filed on June 3, 2020, is a duplicate filing. The correct information is being submitted in this Form 4/A.

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.