



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 grant value is in the form of restricted stock units.

(2) Each restricted stock unit represents a contingent right to receive one share of Axogen, Inc. common stock.

(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.