

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**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person*</b> Rickert Jeanne M <hr/> (Last) (First) (Middle) 431 FAIRWAY DR., SUITE 200 <hr/> (Street) DEERFIELD BEACH FL 33441 <hr/> (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> PEN INC. [PENC]	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chief Legal Officer
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> 10/27/2014	
	<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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)
			Code	V	Amount	(A) or (D)			
Class B Common Stock	10/27/2014		J		121,018	A \$ 0.0431	83,703,775	D (1)	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

**Explanation of Responses:**

1. 137,740 shares are held directly, the balance are held indirectly through Rickert Family, Limited Partnership

**Remarks:**

Amount does not include 250,698,105 shares of the Issuer's Class B common stock held by the Rickert Family, Limited Partnership, an entity in which the reporting person owns 33.33% limited partnership interest and has none of the voting control. The reporting person disclaims beneficial ownership of the Issuer's securities owned by the Rickert Family, Limited Partnership, except to the extent of her pecuniary interest and this filing should not be construed as an admission that the reporting person is the beneficial owner of these securities. The Partnership received the Issuer's stock in exchange for stock in NanoHoldings Inc in the Nano Merger that was part of a combination involving the Issuer and Applied Nanotech Holdings, Inc. Shares issued on 10/27/14 were issued upon automatic conversion in accordance with its terms of a convertible note of predecessor Applied Nanotech Holdings, Inc.

/s/ Jeanne M Rickert                      10/27/2014

\*\* Signature of Reporting                      Date  
Person

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).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

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