

# 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

<b>1. Name and Address of Reporting Person *</b>  <b>Westerman Howard G JR</b> (Last) (First) (Middle)  <b>701 BRICKELL AVE, SUITE 1550</b> (Street)  <b>MIAMI, FL 33131</b> (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>PEN INC. [ PENC ]</b>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable)  <input checked="" type="checkbox"/> Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below)
<b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <p align="center"><b>10/16/2018</b></p>		<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
<b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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)	Price			
Class A Common Stock	10/16/2018		J		4000	A	\$0.50	43889	D (1)	
Class A Common Stock	10/16/2018		P		33898	A	\$0.50	77787	I	See Footnote (2)

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (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				
Option	\$1.00	10/16/2018		P		33898		10/6/2018	6/30/2019	Class A common stock	33898	\$0.03	34957	I	See Footnote (2)
Warrant	\$1.5	10/16/2018		P		33898		10/16/2018	10/16/2022 (3)	Class A common stock	33898	\$0.03	68855	I	See Footnote (2)
Warrant Option	\$2.00	10/16/2018		P		33898		(4)	(4)	Class A common stock	33898	\$0.03	102753	I	See Footnote (2)

**Explanation of Responses:**

- (1) Shares acquired directly were awarded as compensation for service as a director of PEN Inc.
- (2) Shares acquired indirectly and derivative securities acquired were purchased by a family investment entity that purchased an interest in an entity that acquired the issuer's securities in a private placement. Reporting person has voting control over the family investment entity but reporting person disclaims beneficial ownership of the securities held by the partnership for which he does not have pecuniary interest and this filing should not be construed as an admission that the reporting person is the beneficial owner of these securities.
- (3) Warrant will expire on the earlier of this date or the date that the Class A common stock has been trading at or above 120% of the exercise price for a period of 90 days.
- (4) Warrant Option is priced at \$0.03 per warrant and can only be purchased after exercise of Option and only for that number of shares purchased as a result of option exercise. If exercised, warrant issued on exercise of Warrant Option will have warrant exercise price of \$2.00 per share and will expire on the earlier of 4 days from date of issue or date that the Class A common stock has been trading at or above 120% of the exercise price for a period of 90 days.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Westerman Howard G JR</b> <b>701 BRICKELL AVE, SUITE 1550</b> <b>MIAMI, FL 33131</b>	<b>X</b>			

**Signatures**

/s/ Howard G Westerman

10/18/2018

\*\*Signature of Reporting Person

Date

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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