

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Hunt Holdings Limited Partnership</u> <hr/> (Last) (First) (Middle) 4401 N. MESA ST. <hr/> (Street) EL PASO TX 79902 <hr/> (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>EXAGEN INC. [ XGN ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)		
			3. Date of Earliest Transaction (Month/Day/Year) 09/19/2019			6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person		
			4. If Amendment, Date of Original Filed (Month/Day/Year)					

**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)	Price			
Common Stock	09/19/2019		X		202,011	A	\$1.84	202,727	I	See footnote <sup>(1)</sup>
Common Stock	09/19/2019		X		10,557	A	\$14.3235	213,284	I	See footnote <sup>(1)</sup>
Common Stock	09/19/2019		F		28,106	D	\$18.58	185,178	I	See footnote <sup>(1)</sup>
Common Stock	09/23/2019		C		1,293,637	A	\$0.00	1,478,815	I	See footnote <sup>(1)</sup>

**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 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: 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				
Warrants	\$1.84	09/19/2019		C			170,093	(2)	(2)	Common Stock	170,093	\$1.84	0	I	See footnote <sup>(1)</sup>
Warrants	\$1.84	09/19/2019		C			31,918	(3)	(3)	Common Stock	31,918	\$1.84	0	I	See footnote <sup>(1)</sup>
Warrants	\$14.3235	09/19/2019		X			10,557	(4)	(4)	Common Stock <sup>(5)</sup>	10,557	\$14.3235	0	I	See footnote <sup>(1)</sup>
Series A-3 Redeemable Convertible Preferred Stock	(6)	09/23/2019		C			219,548	(6)	(6)	Common Stock	1,195	(6)	0	I	See footnote <sup>(1)</sup>
Series C Redeemable Convertible Preferred Stock	(7)	09/23/2019		C			1,330,416	(7)	(7)	Common Stock	23,221	(7)	0	I	See footnote <sup>(1)</sup>
Series E Redeemable Convertible Preferred Stock	(8)	09/23/2019		C			37,096,550	(8)	(8)	Common Stock	647,476	(8)	0	I	See footnote <sup>(1)</sup>
Series F Redeemable Convertible Preferred Stock	(9)	09/23/2019		C			60,028,640	(9)	(9)	Common Stock	326,891	(9)	0	I	See footnote <sup>(1)</sup>
Series H Redeemable Convertible Preferred Stock	(10)	09/23/2019		C			54,145,517	(10)	(10)	Common Stock	294,854	(10)	0	I	See footnote <sup>(1)</sup>

1. Name and Address of Reporting Person\*  
Hunt Holdings Limited Partnership

(Last)	(First)	(Middle)
4401 N. MESA ST.		
(Street)		
EL PASO	TX	79902
(City)	(State)	(Zip)

1. Name and Address of Reporting Person\*

[HuntVest, LLC](#)

(Last)	(First)	(Middle)
4401 N. MESA ST.		
(Street)		
EL PASO	TX	79902
(City)	(State)	(Zip)

1. Name and Address of Reporting Person\*

[Hunt Guaranty Inc.](#)

(Last)	(First)	(Middle)
4401 N. MESA ST.		
(Street)		
EL PASO	TX	79902
(City)	(State)	(Zip)

1. Name and Address of Reporting Person\*

[Hunt Woody L](#)

(Last)	(First)	(Middle)
4401 N. MESA ST.		
(Street)		
EL PASO	TX	79902
(City)	(State)	(Zip)

**Explanation of Responses:**

1. Represents securities held of record by Hunt Holdings Limited Partnership. Woody L. Hunt is the majority shareholder of Hunt Guaranty Inc., which is the sole member of HuntVest, LLC, which is the general partner of Hunt Holdings Limited Partnership. As a result, Mr. Hunt and each of the foregoing entities may be deemed to beneficially own the securities held by Hunt Holdings Limited Partnership, but each disclaims beneficial ownership of such securities except to the extent of his or its respective pecuniary interest therein, if any.
2. The warrants are currently exercisable and will expire on January 19, 2026.
3. The warrants are currently exercisable and will expire on March 31, 2026.
4. The warrants are currently exercisable and will terminate upon closing of the Issuer's initial public offering.
5. Represents warrants that previously entitled the holders to purchase Series E Redeemable Convertible Preferred Stock, which, pursuant to their terms, were settled in shares of the Issuer's Common Stock.
6. The Series A-3 Redeemable Convertible Preferred Stock (the "Series A-3") is convertible into the Issuer's Common Stock on a 183.635-for-one basis at the holder's election and has no expiration date. The Series A-3 automatically converted into Common Stock upon the closing of the Issuer's initial public offering.
7. The Series C Redeemable Convertible Preferred Stock (the "Series C") is convertible into the Issuer's Common Stock on a 57.294-for-one basis at the holder's election and has no expiration date. The Series C automatically converted into Common Stock upon the closing of the Issuer's initial public offering.
8. The Series E Redeemable Convertible Preferred Stock (the "Series E") is convertible into the Issuer's Common Stock on a 57.294-for-one basis at the holder's election and has no expiration date. The Series E automatically converted into Common Stock upon the closing of the Issuer's initial public offering.
9. The Series F Redeemable Convertible Preferred Stock ("Series F") is convertible into the Issuer's Common Stock on a 183.635-for-one basis at the holder's election and has no expiration date. The Series F automatically converted into Common Stock upon the closing of the Issuer's initial public offering.
10. The Series H Redeemable Convertible Preferred Stock ("Series H") is convertible into the Issuer's Common Stock on a 183.635-for-one basis at the holder's election and has no expiration date. The Series H automatically converted into Common Stock upon the closing of the Issuer's initial public offering.

**Remarks:**

[Hunt Holdings Limited Partnership, By: HuntVest, LLC, its general partner, By: Hunt Guaranty Inc., its sole member, 09/23/2019](#)  
[/s/ Matthew D. Hunt, Name: Matthew D. Hunt, Title: Managing Partner](#)  
[HuntVest, LLC, By: Hunt Guaranty Inc., its sole member, 09/23/2019](#)  
[/s/ Matthew D. Hunt, Name: Matthew D. Hunt, Title: Managing Partner](#)  
[Hunt Guaranty Inc., /s/ Matthew D. Hunt, Name: Matthew D. Hunt, Title: Managing Partner 09/23/2019](#)  
[/s/ Paul D. Donnelly, attorney-in-fact for Woody L. Hunt 09/23/2019](#)

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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