

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>JONES EVAN/ FA</u> (Last) (First) (Middle) <u>C/O OPGEN, INC.</u> <u>708 QUINCE ORCHARD ROAD, SUITE 160</u> (Street) <u>GAITHERSBURG MD 20878</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>OPGEN INC [OPGN,OPGNW]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) X Chief Executive Officer
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/08/2015</u>	
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	05/08/2015		P		445,000	A	\$6	445,000	I	See footnote ⁽⁴⁾
Common Stock	05/08/2015		C		1,059,213	A	(1)	1,504,213	I	See footnote ⁽⁴⁾
Common Stock	05/08/2015		C		749,366	A	(2)	2,253,579	I	See footnote ⁽⁴⁾
Common Stock	05/08/2015		C		675,553	A	(2)	2,929,132	I	See footnote ⁽⁴⁾
Common Stock	05/08/2015		P		8,333	A	\$6	8,333	I	By spouse
Common Stock	05/08/2015		C		19,011	A	(1)	27,344	I	By spouse
Common Stock	05/08/2015		C		103,812	A	(3)	131,156	I	By spouse

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				
Series A Redeemable Convertible Preferred Stock	(1)	05/08/2015		C			1,059,213	(1)	(1)	Common Stock	1,059,213	\$0.00	0	I	See footnote ⁽⁴⁾
Series A Redeemable Convertible Preferred Stock	(1)	05/08/2015		C			19,011	(1)	(1)	Common Stock	19,011	\$0.00	0	I	By spouse
2014 Convertible Notes	(2)	05/08/2015		C			749,366	(2)	(2)	Common Stock	749,366	\$0.00	0	I	See footnote ⁽⁴⁾
2015 Convertible Notes	(3)	05/08/2015		C			675,553	(3)	(3)	Common Stock	675,553	\$0.00	0	I	See footnote ⁽⁴⁾
2015 Convertible Notes	(3)	05/08/2015		C			103,812	(3)	(3)	Common Stock	103,812	\$0.00	0	I	By spouse
Warrants	\$6.6	05/08/2015		P		445,000		05/08/2015	05/08/2020	Common Stock	445,000	\$0.00	445,000	I	See footnote ⁽⁴⁾
Warrants	\$6.6	05/08/2015		P		8,333		05/08/2015	05/08/2020	Common Stock	8,333	\$0.00	8,333	I	By spouse

Explanation of Responses:

- Series A Redeemable Convertible Preferred Stock automatically converted into common stock on a 1-to-1 basis upon the consummation of the Company's initial public offering.
- The 2014 Convertible Notes automatically converted into shares of Series A Preferred Stock upon the consummation of the Company's initial public offering at a conversion rate of one share of Series A Preferred Stock for every \$1.00 of principal converted. Each share of Series A Preferred Stock automatically converted into one share of common stock upon the consummation of the Company's initial public offering.
- The 2015 Convertible Notes converted into Series A Preferred Stock upon the consummation of the Company's initial public offering at a conversion rate of 1.25 shares of Series A Preferred Stock for each \$1.00 of principal converted. Each share of Series A Preferred stock automatically converted into one share of common stock upon the consummation of the Company's initial public offering.
- The securities are directly held by jVen Capital, LLC ("jVen Capital"). Mr. Jones is managing member of jVen Capital and may be deemed to have voting and dispositive power over the shares owned by jVen Capital.

Remarks:

/s/ Timothy C. Dec, Attorney-in- Fact 05/12/2015

** 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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