

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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>BOCK LOUIS C</u>  (Last) (First) (Middle) C/O ZOGENIX, INC. 5858 HORTON STREET, SUITE 455  (Street) EMERYVILLE CA 94608  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ZOGENIX, INC. [ ZGNX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input type="checkbox"/> Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 03/12/2018	
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	03/12/2018		M		218 <sup>(1)</sup>	A	\$28	218	I	See footnote <sup>(1)</sup>
Common Stock	03/12/2018		M		218 <sup>(1)</sup>	A	\$20	436	I	See footnote <sup>(1)</sup>
Common Stock	03/12/2018		M		218 <sup>(1)</sup>	A	\$32	654	I	See footnote <sup>(1)</sup>
Common Stock	03/12/2018		M		1,562 <sup>(1)</sup>	A	\$30.96	2,216	I	See footnote <sup>(1)</sup>
Common Stock	03/12/2018		M		6,250 <sup>(1)</sup>	A	\$15.04	8,466	I	See footnote <sup>(1)</sup>
Common Stock	03/12/2018		M		4,375 <sup>(1)</sup>	A	\$14.88	12,841	I	See footnote <sup>(1)</sup>
Common Stock	03/12/2018		M		5,625 <sup>(1)</sup>	A	\$12	18,466	I	See footnote <sup>(1)</sup>
Common Stock	03/12/2018		M		6,250 <sup>(1)</sup>	A	\$15.52	24,716	I	See footnote <sup>(1)</sup>
Common Stock	03/12/2018		S		24,716 <sup>(1)</sup>	D	\$44.8347 <sup>(2)</sup>	0	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		Date Exercisable	Expiration Date						Title
Stock Option (Right to Buy)	\$28	03/12/2018		M		218	(3)	10/20/2018	Common Stock	218	\$0	0	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				
Stock Option (Right to Buy)	\$20	03/12/2018		M			218	(3)	09/01/2019	Common Stock	218	\$0	0	I	See footnote <sup>(1)</sup>
Stock Option (Right to Buy)	\$32	03/12/2018		M			218	(3)	05/30/2020	Common Stock	218	\$0	0	I	See footnote <sup>(1)</sup>
Stock Option (Right to Buy)	\$30.96	03/12/2018		M			1,562	(3)	05/24/2021	Common Stock	1,562	\$0	0	I	See footnote <sup>(1)</sup>
Stock Option (Right to Buy)	\$15.04	03/12/2018		M			6,250	(3)	04/27/2022	Common Stock	6,250	\$0	0	I	See footnote <sup>(1)</sup>
Stock Option (Right to Buy)	\$14.88	03/12/2018		M			4,375	(3)	06/05/2022	Common Stock	4,375	\$0	0	I	See footnote <sup>(1)</sup>
Stock Option (Right to Buy)	\$12	03/12/2018		M			5,625	(3)	06/18/2023	Common Stock	5,625	\$0	0	I	See footnote <sup>(1)</sup>
Stock Option (Right to Buy)	\$15.52	03/12/2018		M			6,250	(3)	05/21/2024	Common Stock	6,250	\$0	0	I	See footnote <sup>(1)</sup>

**Explanation of Responses:**

- Pursuant to the policies of Scale Venture Partners II, LP ("Scale Partners") and Scale Venture Management II, LLC ("Scale Management II") and Scale Management LLC ("Scale Management"), the Reporting Person is deemed to hold the reported security for the benefit of Scale Management. The stock options were exercised and the underlying shares of Common Stock were sold at the direction of Scale Partners and Scale Management II. Scale Management may be deemed the indirect beneficial owner of the reported securities. The Reporting Person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
- The shares were sold at prices ranging between \$44.75 and \$44.95. The reporting person will provide upon request to the SEC, the issuer or security holder of the issuer, full information regarding the number of shares sold at each separate price.
- Fully vested.

**Remarks:**

/s/ Thomas Doyle, Attorney-in-fact      03/14/2018

\*\* 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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