

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL	
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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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Kordyback Frances			2. Issuer Name and Ticker or Trading Symbol AIRGAIN INC [AIRG]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> 10% Owner <input type="checkbox"/> Other (specify below)		
(Last) (First) (Middle) C/O AIRGAIN, INC., 3611 VALLEY CENTRE DRIVE, SUITE 150			3. Date of Earliest Transaction (Month/Day/Year) 03/03/2017					
(Street) SAN DIEGO, CA 92130			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)			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	03/03/2017		J	(1)	2,000	D	\$ 0	0	D	
Common Stock	03/06/2017		M		6,000	A	\$ 2.3	6,000	D	
Common Stock	03/06/2017		M		3,000	A	\$ 3.1	9,000	D	
Common Stock	03/06/2017		M		38,878	A	\$ 1.6	47,878	D	
Common Stock	03/06/2017		M		4,000	A	\$ 2.2	51,878	D	
Common Stock	03/06/2017		M		10,070	A	\$ 1.9	61,948	D	
Common Stock	03/06/2017		M		8,000	A	\$ 2.6	69,948	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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						
Stock Option (Right to Buy)	\$ 2.3	03/06/2017		M				6,000	(2)	06/12/2023	Common Stock	6,000	\$ 0	0	D		
Stock Option (Right to Buy)	\$ 3.1	03/06/2017		M				3,000	(2)	05/13/2024	Common Stock	3,000	\$ 0	0	D		
Stock Option	\$ 1.6	03/06/2017		M				38,878	(2)	06/11/2025	Common Stock	38,878	\$ 0	0	D		

(Right to Buy)															
Stock Option (Right to Buy)	\$ 2.2	03/06/2017		M		2,000	<u>(2)</u>	05/07/2017	Common Stock	2,000	\$ 0	0	D		
Stock Option (Right to Buy)	\$ 1.9	03/06/2017		M		10,070	<u>(2)</u>	05/24/2026	Common Stock	10,070	\$ 0	0	D		
Stock Option (Right to Buy)	\$ 2.2	03/06/2017		M		2,000	<u>(2)</u>	12/10/2017	Common Stock	2,000	\$ 0	0	D		
Stock Option (Right to Buy)	\$ 2.6	03/06/2017		M		2,000	<u>(2)</u>	03/17/2019	Common Stock	2,000	\$ 0	0	D		
Stock Option (Right to Buy)	\$ 2.6	03/06/2017		M		2,000	<u>(2)</u>	12/03/2019	Common Stock	2,000	\$ 0	0	D		
Stock Option (Right to Buy)	\$ 2.6	03/06/2017		M		4,000	<u>(2)</u>	01/18/2011	Common Stock	4,000	\$ 0	0	D		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kordyback Frances C/O AIRGAIN, INC. 3611 VALLEY CENTRE DRIVE, SUITE 150 SAN DIEGO, CA 92130	X			

Signatures

<u>/s/ Frances Kordyback</u>	<u>03/07/2017</u>
Signature of Reporting Person	Date

Explanation of Responses:

* 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).

(1) Represents a disposition of shares for no value by the Reporting Person to Northwater Intellectual Property Fund L.P. 1. Ms. Kordyback previously served as Managing Director of Northwater Capital Management Inc., a corporation formed under the laws of the Province Ontario, which is the manager of Northwater Intellectual Property Fund L.P. 1.

(2) The option is fully vested.

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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