FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| OMB APPROVAL | | | | | | | |
|---|-----------|--|--|--|--|--|--|
| OMB Number: Estimated average burden | 3235-0287 | | | | | | |
| hours per response: | 0.5 | | | | | | |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

| Name and Address of Reporting Person* CHUNG T J | | | | 2. Issuer Name and Ticker or Trading Symbol AIRGAIN INC [AIRG] | | | | | | | | (Check | Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | | |
|--|---------|--|---|--|--------------|---|--|---|--|--|------------|----------------------------------|--|--|---|--|----------------------|--|--|--|
| CHONG 1 J | | | | | | | - | - | | | | | X | Director | | | 10% Ow | /ner | | |
| | | | | | | | | | | | | | | | Officer (gi | Officer (give title | | Other (s | pecify | |
| (Last) (First) (Middle) | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) | | | | | | | | | Delow) | | | below) | | |
| C/O AIRGAIN, INC. | | | | | 08/18/2023 | | | | | | | | | | | | | | | |
| 3611 VALLEY CENTRE DRIVE, SUITE 150 | | | | | | | | | | | | | | | | | | | | |
| (Street) | | | | | 4. If A | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6. Indi | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| SAN DIEGO CA 92130 | | | | | | | | | | | | | | X | X Form filed by One Reporting Person | | | | | |
| 72130 | | | | | | | | | | | Form filed | by More | than On | e Reportino | g Person | | | | | |
| (City) | (State) | (Zip | o) | | | | | | | | | | | | | | | | | |
| | | Ta | able I - Nor | n-Dei | rivativ | ve S | ecuritie | s Acq | uired, | Disp | osed of | , or | Benefi | cially Ow | ned | | | | | |
| Date | | | | 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 ar | | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | | 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 | (Inetr 2 and 4) | | | | (11150.1.4) | |
| Common Stock 08/1 | | | | | 18/202 | 23 | | | P | | 5,000 | 00 A \$4 | | \$4.25(1) | 23,42 | 23,429(2) | | D | | |
| 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. Convers or Exerc Price of Derivativ Security | | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | te, | Code (Instr. | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisat Expiration Date (Month/Day/Year) | | te | Securities Underly | | derlying | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securities Beneficia Owned Following Reported Transacti | e C s F illy C | 0. Ownership Form: Direct (D) or Indirect I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | Code | v | (A) (D) | | Date Exercisa | | Expiration Date Titl | |) | Amount or Number of Shares | | (Instr. 4) | | | | | | |

Explanation of Responses:

1. Represents a weighted average purchase price per share. These shares were purchased in multiple transactions at prices ranging from \$4.20 to \$4.25. The Reporting Person has provided to the issuer, and will provide to any security holder of the issuer or the SEC staff, upon request, information regarding the number of shares purchased at each price within the range.

2. Includes restricted stock units

Remarks:

/s/ Michael Elbaz, as attorney-in-

fact

** Signature of Reporting Person

Date

08/21/2023

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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.