SEC Form 3 FORM 3

UNITED STATES SECURITIES AND EXCHANGE

COMMISSION

Washington, D.C. 20549

OMB APPROVAL

3235-0104

0.5

Estimated average burden

hours per response:

OMB Number:

INITIAL STATEMENT OF 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

1. Name and Address of Reporting Person [*] <u>Tavistock Holdings, Inc.</u>	2. Date of E Requiring S (Month/Day 06/30/202	tatement /Year)	3. Issuer Name and Ticker or Trading Symbol <u>INSEEGO CORP.</u> [INSG]				
(Last) (First) (Middle) 9350 CONROY WINDERMERE ROAD)wner	 If Amendment, Date of Original Filed (Month/Day/Year) Individual or Joint/Group Filing 	
(Street) WINDERMERE FL 34786 (City) (State) (Zip)			Officer (give title below)	below)	(specify 🛛	(Check Applicable Line)	
Table I - Non-Derivative Securities Beneficially Owned							
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. J)	3. Own Form: I (D) or II (I) (Inst	Direct O ndirect	. Nature of Indirect Beneficial Jwnership (Instr. 5)	
Common Stock			35,689(1)(2)	I)		
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)							
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Se Underlying Derivative Se (Instr. 4)		4. Conversio or Exercis Price of	e Form:	6. Nature of Indirect Beneficial Ownership (Instr.
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	5)

Explanation of Responses:

1. Reflects restricted stock units ("RSUs") granted to James B. Avery, a member of the issuer's board of directors. Mr. Avery is obligated to transfer any shares issued pursuant to any equity awards made to him by the Issuer (as defined below), or the economic benefits thereof, to Tavistock Financial, LLC ("Tavistock Financial"). On June 30, 2024, Tavistock Financial merged with and into its indirect parent corporation, Tavistock Holdings, Inc. ("Tavistock Holdings").

2. Represents RSUs that have already vested, as well as 21,551 RSUs scheduled to vest on September 5, 2024. The RSUs convert into common stock on a one-for-one basis.

Remarks:

The reporting person may be deemed a member of a group that beneficially owns more than 10% of the outstanding shares of the common stock, par value \$0.001 (the "Common Stock") of Inseego Corp. (the "Issuer").

> /s/ Tom B. Youth, By: Thomas B. Youth, Vice President, Tavistock Holdings, Inc. ** Signature of Reporting Person

07/08/2024

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 5 (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.