

Form 144

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES  
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

## 144: Filer Information

Filer CIK 0002052859  
Filer CCC XXXXXXXXX  
Is this a LIVE or TEST Filing?  LIVE  TEST

### Submission Contact Information

Name  
Phone  
E-Mail Address

## 144: Issuer Information

Name of Issuer Ouster, Inc.  
SEC File Number 001-39463  
Address of Issuer 350 Treat Avenue  
San Francisco  
CALIFORNIA  
94110  
Phone 415-949-0108  
Name of Person for Whose Account the Securities are To Be Sold Chen Geng

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer Officer

## 144: Securities Information

Title of the Class of Securities To Be Sold	Name and Address of the Broker	Number of Shares or Other Units To Be Sold	Aggregate Market Value	Number of Shares or Other Units Outstanding	Approximate Date of Sale	Name the Securities Exchange
Common Stock	ETRADE FINANCIAL CORPORATION 3 EDISON DRIVE ALPHARETTA GA 30005	3480	28118.4	49770639	03/12/2025	NASDAQ

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

## 144: Securities To Be Sold

Title of the Class	Date you Acquired	Nature of Acquisition	Name of Person from	Is this	Date Donor	Amount of Securities	Date of Payment	Nature of Payment *
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	Transaction	Whom Acquired	a Gift?	Acquired	Acquired
Common Stock	03/11/2025 Restricted stock units awarded under incentive award plan	Issuer	<input type="checkbox"/>	5000	05/06/2024 Services rendered
Common Stock	03/11/2025 Restricted stock units awarded under incentive award plan	Issuer	<input type="checkbox"/>	416	05/11/2022 Services rendered
Common Stock	03/11/2025 Restricted stock units awarded under incentive award plan	Issuer	<input type="checkbox"/>	467	08/25/2021 Services rendered
Common Stock	03/11/2025 Restricted stock units awarded under incentive award plan	Issuer	<input type="checkbox"/>	333	04/14/2023 Services rendered
Common Stock	03/11/2025 Restricted stock units awarded under incentive award plan	Issuer	<input type="checkbox"/>	500	08/10/2022 Services rendered
Common Stock	03/11/2025 Restricted stock units awarded under incentive award plan	Issuer	<input type="checkbox"/>	417	01/25/2023 Services rendered

\* If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

## 144: Securities Sold During The Past 3 Months

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
Chen Geng 350 Treat Avenue San Francisco CA 94110	Common Stock	12/12/2024	787	7626.5

## 144: Remarks and Signature

Remarks Shares to be sold to cover withholding taxes upon vesting of restricted stock unit award in a trade that will be initiated by the Issuer on the Reporting Person's behalf. Exhibit List: Exhibit 24 - Power of Attorney.

Date of Notice 03/11/2025

**ATTENTION:**

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature /s/ Chen Geng

**ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)**



**POWER OF ATTORNEY**

With respect to holdings of and transactions in securities issued by Ouster, Inc. (the “**Company**”), the undersigned hereby constitutes and appoints the individuals named on **Schedule A** attached hereto and as may be amended from time to time, or any of them signing singly, with full power of substitution and resubstitution, to act as the undersigned’s true and lawful attorney-in-fact to:

1. execute for and on behalf of the undersigned, Schedules 13D and 13G in accordance with Section 13 of the Securities Exchange Act of 1934, as amended (the “**Exchange Act**”), and the rules thereunder, and Forms 3, 4, and 5 in accordance with Section 16 of the Exchange Act and the rules thereunder, and Notices of Proposed Sale of Securities Pursuant to Rule 144 (“**Form 144**”), in accordance with the requirements of Rule 144 under the Securities Act of 1933, as amended (the “**Securities Act**”); and
2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Schedule 13D, Schedule 13G, Form 3, Form 4, Form 5, and Form 144, complete and execute any amendment or amendments thereto, and to timely file such Schedule 13D, Schedule 13G, Form 3, Form 4, Form 5, and Form 144, as applicable, and any amendment thereto, with the United States Securities and Exchange Commission and any stock exchange or similar authority.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution and resubstitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorneys-in-fact substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted.

The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned’s responsibilities to comply with Section 13 and Section 16 of the Exchange Act, or Rule 144 under the Securities Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file any Schedule 13D, Schedule 13G, Form 3, Form 4, Form 5, and Form 144 with respect to the undersigned’s holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 15<sup>th</sup> day of January, 2025.

/s/ Chen Geng \_\_\_\_\_  
Chen Geng

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Schedule A

**INDIVIDUALS APPOINTED AS ATTORNEY-IN-FACT,  
WITH FULL POWER OF SUBSTITUTION AND RESUBSTITUTION**

1. Megan Chung, General Counsel and Secretary
  2. Gayle McKenzie, Strategic Counsel
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