

KIRK RANDAL J
Form 4
July 26, 2017

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
KIRK RANDAL J

(Last) (First) (Middle)

C/O THIRD SECURITY, LLC, 1881 GROVE AVENUE

(Street)

RADFORD, VA 24141

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
INTREXON CORP [XON]

3. Date of Earliest Transaction (Month/Day/Year)
07/24/2017

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

Chief Executive Officer

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 07/24/2017 | | J(1) | V Amount 22,636,052 (1) | (A) or (D) \$ 0 (1) | D | by NRM V (2) |
| Common Stock | 07/24/2017 | | J(1) | V Amount 8,099,238 (1) | A \$ 0 (1) | A | by R.J. Kirk DOT (2) |
| Common Stock | 07/24/2017 | | J(1) | V Amount 8,325,000 (1) | A \$ 0 (1) | A | by TSCP V (2) |
| Common Stock | | | | | 596,662 | I | by Third Security (2) |
| | | | | | 311,287 | I | |

Edgar Filing: KIRK RANDAL J - Form 4

| | | | |
|--------------|-----------|---|-----------------------------------|
| Common Stock | | | by Staff 2001 <u>(2)</u> |
| Common Stock | 1,403 | I | by Lotus <u>(2)</u> |
| Common Stock | 139,052 | I | by JPK 2008 <u>(2)</u> |
| Common Stock | 140,007 | I | by MGK 2008 <u>(2)</u> |
| Common Stock | 114,181 | I | by ZSK 2008 <u>(2)</u> |
| Common Stock | 720,562 | I | by JPK 2009 <u>(2)</u> |
| Common Stock | 850,355 | I | by MGK 2009 <u>(2)</u> |
| Common Stock | 75,684 | I | by ZSK 2009 <u>(2)</u> |
| Common Stock | 843,044 | I | by JPK 2012 <u>(2)</u> |
| Common Stock | 135,033 | I | by Kellie L. Banks LTT <u>(2)</u> |
| Common Stock | 118,266 | I | by Senior Staff 2006 <u>(2)</u> |
| Common Stock | 59,133 | I | by Staff 2006 <u>(2)</u> |
| Common Stock | 19,711 | I | by Incentive 2006 <u>(2)</u> |
| Common Stock | 6,649,997 | I | by Kapital Joe <u>(3)</u> |
| Common Stock | 5,483,957 | I | by Mascara Kaboom <u>(3)</u> |
| Common Stock | 58,800 | I | by Sr. Staff <u>(3)</u> |
| Common Stock | 213,805 | I | by ADC 2010 <u>(3)</u> |
| Common Stock | 940,426 | I | by MGK 2011 <u>(3)</u> |
| | 1,356,648 | I | |

Edgar Filing: KIRK RANDAL J - Form 4

| | | | | | | |
|--------------|------------|---|--|--|--|---------------------------------|
| Common Stock | | | | | | by Senior Staff 2008 <u>(3)</u> |
| Common Stock | 1,356,648 | I | | | | by Staff 2010 <u>(3)</u> |
| Common Stock | 678,323 | I | | | | by Incentive 2010 <u>(3)</u> |
| Common Stock | 13,340,645 | I | | | | by NRM VI Holdings <u>(3)</u> |
| Common Stock | 243,001 | I | | | | by NRM VII Holdings <u>(3)</u> |

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

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 control number.

SEC 1474
(9-02)

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 (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| KIRK RANDAL J C/O THIRD SECURITY, LLC | X | X | Chief Executive Officer | |

1881 GROVE AVENUE
RADFORD, VA 24141

Signatures

/s/ Randal J.
Kirk

07/26/2017

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) On July 24, 2017, New River Management V, LP ("NRM V") made a liquidating distribution of its assets to its partners in connection with the dissolution of the partnership in accordance with the terms of its Limited Partnership Agreement dated May 11, 2007. NRM V held 22,636,052 shares of the issuer. The following entities in their capacities as partners of NRM V, or designees, received shares: R.J. Kirk Declaration of Trust ("R.J. Kirk DOT") and Third Security Capital Partners V, LLC ("TSCP V").

Randal J. Kirk controls each of Third Security, R.J. Kirk DOT, TSCP V, Third Security Staff 2001 LLC ("Staff 2001"), Lotus Capital (2000) Company Inc. ("Lotus"), JPK 2008, LLC ("JPK 2008"), MGK 2008, LLC ("MGK 2008"), ZSK 2008, LLC ("ZSK 2008"), JPK 2009, LLC ("JPK 2009"), MGK 2009, LLC ("MGK 2009"), ZSK 2009, LLC ("ZSK 2009"), JPK 2012, LLC ("JPK 2012"), Kellie L. Banks (2009) Long Term Trust ("Kellie L. Banks LTT"), Third Security Senior Staff 2006 LLC ("Senior Staff 2006"), Third Security Staff 2006 LLC ("Staff 2006") and Third Security Incentive 2006 LLC ("Incentive 2006"). Shares held by these entities may be deemed to be beneficially owned (as defined under Rule 13d-3 promulgated under the Securities Exchange Act of 1934, as amended) by Mr. Kirk. Mr. Kirk disclaims beneficial ownership of such shares, except to the extent of any pecuniary interest therein.

(3) Randal J. Kirk controls each of Kapital Joe, LLC ("Kapital Joe"), Mascara Kaboom, LLC ("Mascara Kaboom"), Third Security Senior Staff LLC ("Sr. Staff"), ADC 2010, LLC ("ADC 2010"), MGK 2011, LLC ("MGK 2011"), Third Security Senior Staff 2008 LLC ("Senior Staff 2008"), Third Security Staff 2010 LLC ("Staff 2010"), Third Security Incentive 2010 LLC ("Incentive 2010"), NRM VI Holdings I, LLC ("NRM VI Holdings") and NRM VII Holdings I, LLC ("NRM VII Holdings"). Shares held by these entities may be deemed to be beneficially owned (as defined under Rule 13d-3 promulgated under the Securities Exchange Act of 1934, as amended) by Mr. Kirk. Mr. Kirk disclaims beneficial ownership of such shares, except to the extent of any pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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