INTREXON CORP

Form 4

August 18, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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

(Print or Type Responses)

1(b).

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

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

INTREXON CORP [XON]

(Check all applicable)

(Last)

(First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

_X__ 10% Owner _X__ Director __Other (specify X_ Officer (give title

C/O THIRD SECURITY, LLC, 1881 08/17/2016 **GROVE AVENUE**

below) Chief Executive Officer

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

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

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

Person

RADFORD, VA 24141

(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. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)			d of	5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		
Common Stock	08/17/2016		X	8,871		\$ 2.65	5,256,447	I	by R.J. Kirk DOT
Common Stock	08/17/2016		X	2,957	A	\$ 3.18	5,259,404	I	by R.J. Kirk DOT
Common Stock							246,434	I	by Third Security (2)
Common Stock							311,287	I	by Staff 2001 (2)
							1,403	I	by Lotus (2)

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Common Stock			
Common Stock	139,052	I	by JPK 2008 (2)
Common Stock	140,007	I	by MGK 2008 (2)
Common Stock	114,181	I	by ZSK 2008 (2)
Common Stock	720,562	I	by JPK 2009 (2)
Common Stock	850,355	I	by MGK 2009 (2)
Common Stock	75,684	I	by ZSK 2009 (2)
Common Stock	843,044	I	by JPK 2012 (2)
Common Stock	135,033	I	by Kellie L. Banks LTT (2)
Common Stock	118,266	I	by Senior Staff 2006
Common Stock	59,133	I	by Staff 2006 (2)
Common Stock	19,711	I	by Incentive 2006 (2)
Common Stock	6,649,997	I	by Kapital Joe (3)
Common Stock	5,483,957	I	by Mascara Kaboom (3)
Common Stock	58,800	I	by Sr. Staff $\frac{(3)}{}$
Common Stock	179,199	I	by ADC 2010 (3)
Common Stock	940,426	I	by MGK 2011 (3)
Common Stock	1,356,648	I	by Senior Staff 2008
Common Stock	1,356,648	I	by Staff 2010 (3)

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678,323	I	by Incentive 2010 (3)
22,636,052	I	by NRM V
13,340,645	I	by NRM VI Holdings
243,001	I	by NRM VII Holdings
	22,636,052 13,340,645	22,636,052 I 13,340,645 I

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

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SEC 1474 (9-02)

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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. Transactic Code (Instr. 8)	5. Number op for 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Purchase Common Stock	\$ 2.65	08/17/2016		X	8,871	<u>(4)</u>	02/20/2018	Common Stock	8,871
Option to Purchase Common Stock	\$ 3.18	08/17/2016		X	2,957	<u>(4)</u>	02/20/2019	Common Stock	2,957

Reporting Owners

Relationships

Reporting Owner Name / Address

Reporting Owners

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Director 10% Owner Officer Other

KIRK RANDAL J C/O THIRD SECURITY, LLC 1881 GROVE AVENUE RADFORD, VA 24141

X Chief Executive Officer

Signatures

/s/ Randal J. 08/18/2016 Kirk

**Signature of Date
Reporting Person

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) Mr. Kirk has designated the R.J. Kirk Declaration of Trust ("R.J. Kirk DOT") to receive these shares.
 - Randal J. Kirk controls each of Third Security, LLC ("Third Security"), R.J. Kirk DOT, 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"),
- (2) 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.
 - 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"), New River
- (3) Management V, LP ("NRM V"), 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.
- (4) These options were granted to Mr. Kirk pursuant to his service on the Board of Directors of the issuer and were exercisable immediately upon the date of grant.

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.

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