

INTREXON CORP
Form 3
August 07, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

SHAPIRO ROBERT B

(Last) (First) (Middle)

20374 SENECA MEADOWS PARKWAY

(Street)

GERMANTOWN, MD 20876

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

08/07/2013

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

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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 Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Common Stock

3,851

D

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

SEC 1473 (7-02)

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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 Securities Underlying Derivative Security (Instr. 4)
Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D)

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Option to Purchase Common Stock	Â (1)	12/02/2021	Common Stock	22,857	\$ 7.12	D	Â
Option to Purchase Common Stock	Â (2)	03/15/2022	Common Stock	2,857	\$ 7.12	D	Â
Option to Purchase Common Stock	Â (3)	05/28/2023	Common Stock	2,857	\$ 9.67	D	Â
Series E Convertible Preferred Stock	Â (4)	Â (4)	Common Stock	80,378	\$ (4)	I	By trust (5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHAPIRO ROBERT B 20374 SENECA MEADOWS PARKWAY GERMANTOWN, MD 20876	Â X	Â	Â	Â

Signatures

/s/ Robert B. Shapiro
08/07/2013

__Signature of Reporting Person
Date

Explanation of Responses:

- * 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).
- (1) 5,714 options are exercisable immediately; the remaining options vest annually in increments of 5,714, 5,714 and 5,715 on each of December 2, 2013, 2014 and 2015, respectively.
- (2) 714 options are exercisable immediately; the remaining options vest annually in increments of 714, 714 and 715 on each of January 1, 2014, 2015 and 2016, respectively.
- (3) These options vest annually in increments of 714, 714, 714 and 715 on each of January 1, 2014, 2015, 2016 and 2017, respectively.
- (4) The Series E Convertible Preferred Stock is convertible into Common Stock on a 1-for-1.75 basis into the number of shares of Common Stock as shown in column 3 at any time at the holder's election, and automatically upon (i) the closing of the Issuer's firm commitment underwritten initial public offering in the event it results in net proceeds of at least \$100,000,000 and (ii) upon the election of the holders of a majority of the then outstanding shares of such series. Upon conversion, all dividends that have accrued with respect to Series E Preferred Stock will convert into shares of Common Stock at the then current fair market value. The Series E Convertible Preferred Stock has no expiration date.
- (5) Held in the Robert B. Shapiro Revocable Trust.

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.