

INTREXON CORP
Form 4/A
May 29, 2014

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O THIRD SECURITY, LLC, 1881 GROVE AVENUE

3. Date of Earliest Transaction (Month/Day/Year)
05/09/2014

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

Chief Executive Officer

(Street)
RADFORD, VA 24141

4. If Amendment, Date Original Filed (Month/Day/Year)
05/13/2014

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(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. 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)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/09/2014		P		15,088	A	\$ 13.42	779,294	I	by MGK 2009 ⁽¹⁾
Common Stock	05/12/2014		P		18,066	A	\$ 15.89	797,360	I	by MGK 2009 ⁽¹⁾
Common Stock	05/13/2014		P		32,019	A	\$ 15.63	829,379	I	by MGK 2009 ⁽¹⁾
Common Stock	05/09/2014		P		2,160	A	\$ 14.24	129,794	I	by Alana Czypinski
Common Stock								243,001	I	by NRM VII Holdings

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Common Stock	4,711,852	I	<u>(1)</u> by R.J. Kirk DOT <u>(1)</u>
Common Stock	699,586	I	by JPK 2009 <u>(1)</u>
Common Stock	73,668	I	by ZSK 2009 <u>(1)</u>
Common Stock	101,482	I	by JPK 2008 <u>(1)</u>
Common Stock	102,437	I	MGK 2008 <u>(1)</u>
Common Stock	76,611	I	ZSK 2008 <u>(1)</u>
Common Stock	940,426	I	MGK 2011 <u>(1)</u>
Common Stock	818,461	I	by JPK 2012 <u>(1)</u>
Common Stock	131,081	I	by Kellie L. Banks LTT <u>(1)</u>
Common Stock	179,199	I	by ADC 2010 <u>(1)</u>
Common Stock	5,746,167	I	by Kapital Joe <u>(1)</u>
Common Stock	5,428,401	I	by Mascara Kaboom <u>(1)</u>
Common Stock	178,724	I	by Staff 2001 <u>(2)</u>
Common Stock	1,356,648	I	by Senior Staff 2008 <u>(2)</u>
Common Stock	1,356,648	I	Staff 2010 <u>(2)</u>
Common Stock	678,323	I	by Incentive 2010 <u>(2)</u>
Common Stock	1,196,077	I	by NRM IV <u>(2)</u>
Common Stock	22,636,052	I	by NRM V <u>(2)</u>

Common Stock	13,340,645	I	by NRM VI Holdings (2)
Common Stock	1,679,578	I	by NewVa (2)

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

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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 Owned Beneficially (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KIRK RANDAL J C/O THIRD SECURITY, LLC 1881 GROVE AVENUE RADFORD, VA 24141	X	X	Chief Executive Officer	

Signatures

/s/ Randal J. Kirk
05/29/2014

**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).

Randal J. Kirk controls each of MGK 2009, LLC ("MGK 2009"), New River Management VII Holdings I, LLC ("NRM VII Holdings"), R.J. Kirk Declaration of Trust ("R.J. DOT"), JPK 2009, LLC ("JPK 2009"), ZSK 2009, LLC ("ZSK 2009"), JPK 2008, LLC ("JPK 2008"), MGK 2008, LLC ("MGK 2008"), ZSK 2008, LLC ("ZSK 2008"), MGK 2011, LLC ("MGK 2011"), JPK 2012, LLC ("JPK 2012"), Kellie L. Banks (2009) Long Term Trust ("Kellie L. Banks LTT"), ADC 2010, LLC ("ADC 2010"), Kapital Joe, LLC ("Kapital Joe") and Mascara Kaboom, LLC ("Mascara Kaboom"). 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.

(1)

Randal J. Kirk controls each of Third Security Staff 2001 LLC ("Staff 2001"), 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 Management IV, LP ("NRM IV"), New River Management V, LP ("NRM V"), NRM VI Holdings I, LLC ("NRM VI Holdings") and NewVa Capital Partners, LP ("NewVa"). 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.

(2)

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

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