

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Sabzevari Helen</u> (Last) (First) (Middle) 20374 SENECA MEADOWS PARKWAY (Street) GERMANTOWN MD 20876 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>INTREXON CORP [XON]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President and CEO
	3. Date of Earliest Transaction (Month/Day/Year) 01/04/2020	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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	01/04/2020		M		17,667	A	(1)	104,734	D	
Common Stock	01/06/2020		s ⁽²⁾		6,732	D	\$5.8293	98,002	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(1)	01/04/2020		M			17,667	(3)	(3)	Common Stock	17,667	\$0	52,999	D	
Restricted Stock Units	(1)	01/05/2020		A		500,000		(4)	(4)	Common Stock	500,000	\$0	500,000	D	
Option to Purchase Common Stock (Right to Buy)	\$5.95	01/05/2020		A		1,500,000		(5)	01/05/2030	Common Stock	1,500,000	\$0	1,500,000	D	
Option to Purchase Common Stock (Right to Buy)	\$11.9	01/05/2020		A		1,500,000		(6)	01/05/2030	Common Stock	1,500,000	\$0	1,500,000	D	
Option to Purchase Common Stock (Right to Buy)	\$17.85	01/05/2020		A		1,500,000		(6)	01/05/2030	Common Stock	1,500,000	\$0	1,500,000	D	

Explanation of Responses:

- Each restricted stock unit represents a contingent right to receive one share of XON common stock.
- This sale was effected pursuant to the terms of a 10b5-1 plan adopted by the reporting person and was made in order to pay the tax liability arising from the vesting of restricted stock units.
- The restricted stock units were granted on January 4, 2019 and January 25, 2019, and the remaining restricted stock units vest in three equal annual installments on each of January 4, 2021, 2022, and 2023.
- The restricted stock units vest in full on January 5, 2021.
- The option vests in four installments as follows: 50% on January 5, 2021, and the remaining 50% in three equal annual installments on each of January 5, 2022, 2023, and 2024.
- The option vests in four equal annual installments beginning on January 5, 2021.

Remarks:

/s/ Helen Sabzevari, by Donald P. Lehr, as attorney-in-fact 01/07/2020

** Signature of Reporting Person Date

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

* 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).

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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