

---

---

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549**

---

**SCHEDULE 13D**  
**(Amendment No. 16)\***  
Under the Securities Exchange Act of 1934

---

**PRECIGEN, INC.**

---

(Name of Issuer)

---

**Common Stock**

(Title of Class of Securities)

---

46122T102

(CUSIP Number)

---

**Third Security, LLC  
1881 Grove Avenue  
Radford, Virginia 24141  
Attention: Marcus E. Smith, Esq.  
(540) 633-7900**

---

(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

**Copy to:  
John Owen Gwathmey, Esq.  
David I. Meyers, Esq.  
Troutman Pepper Hamilton Sanders LLP  
Troutman Pepper Building  
1001 Haxall Point  
Richmond, Virginia 23219  
(804) 697-1239**

---

---

January 27, 2023

(Date of Event which Requires Filing of this Statement)

---

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box  .

**NOTE:** Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

---

---

---

<b>1</b>	NAMES OF REPORTING PERSONS RANDAL J. KIRK	
<b>2</b>	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>	
<b>3</b>	SEC USE ONLY	
<b>4</b>	SOURCE OF FUNDS (SEE INSTRUCTIONS) PF	
<b>5</b>	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E) <input type="checkbox"/>	
<b>6</b>	CITIZENSHIP OR PLACE OF ORGANIZATION United States	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	<b>7</b>	SOLE VOTING POWER 96,360,443
	<b>8</b>	SHARED VOTING POWER 0
	<b>9</b>	SOLE DISPOSITIVE POWER 96,360,443
	<b>10</b>	SHARED DISPOSITIVE POWER 0
<b>11</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 96,360,443	
<b>12</b>	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) <input type="checkbox"/>	
<b>13</b>	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 38.3%	
<b>14</b>	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) IN	

<b>1</b>	<b>NAMES OF REPORTING PERSONS</b> <b>R.J. KIRK DECLARATION OF TRUST</b> <b>31-6661283</b>	
<b>2</b>	<b>CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP</b> (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>	
<b>3</b>	<b>SEC USE ONLY</b>	
<b>4</b>	<b>SOURCE OF FUNDS (SEE INSTRUCTIONS)</b> PF	
<b>5</b>	<b>CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)</b> <input type="checkbox"/>	
<b>6</b>	<b>CITIZENSHIP OR PLACE OF ORGANIZATION</b> United States	
<b>NUMBER OF SHARES  BENEFICIALLY  OWNED BY EACH  REPORTING PERSON  WITH</b>	<b>7</b>	<b>SOLE VOTING POWER</b> 31,129,164
	<b>8</b>	<b>SHARED VOTING POWER</b> 0
	<b>9</b>	<b>SOLE DISPOSITIVE POWER</b> 31,129,164
	<b>10</b>	<b>SHARED DISPOSITIVE POWER</b> 0
<b>11</b>	<b>AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON</b> 31,129,164	
<b>12</b>	<b>CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)</b> <input type="checkbox"/>	
<b>13</b>	<b>PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)</b> 12.4%	
<b>14</b>	<b>TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)</b> OO – trust	

<b>1</b>	<b>NAMES OF REPORTING PERSONS</b> SUNSET 2020 LLC I.R.S. IDENTIFICATION NO.: 84-4795218	
<b>2</b>	<b>CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP</b> (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>	
<b>3</b>	<b>SEC USE ONLY</b>	
<b>4</b>	<b>SOURCE OF FUNDS (SEE INSTRUCTIONS)</b> WC	
<b>5</b>	<b>CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)</b> <input type="checkbox"/>	
<b>6</b>	<b>CITIZENSHIP OR PLACE OF ORGANIZATION</b> Delaware	
<b>NUMBER OF SHARES          BENEFICIALLY          OWNED BY EACH          REPORTING PERSON          WITH</b>	<b>7</b>	<b>SOLE VOTING POWER</b> 16,406,828
	<b>8</b>	<b>SHARED VOTING POWER</b> 0
	<b>9</b>	<b>SOLE DISPOSITIVE POWER</b> 16,406,828
	<b>10</b>	<b>SHARED DISPOSITIVE POWER</b> 0
<b>11</b>	<b>AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON</b> 16,406,828	
<b>12</b>	<b>CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)</b> <input type="checkbox"/>	
<b>13</b>	<b>PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)</b> 6.5%	
<b>14</b>	<b>TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)</b> OO – limited liability company	

<b>1</b>	<b>NAMES OF REPORTING PERSONS</b> <b>THIRD SECURITY, LLC</b> <b>I.R.S. IDENTIFICATION NO.: 54-1923091</b>	
<b>2</b>	<b>CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP</b> (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>	
<b>3</b>	<b>SEC USE ONLY</b>	
<b>4</b>	<b>SOURCE OF FUNDS (SEE INSTRUCTIONS)</b>  WC	
<b>5</b>	<b>CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)</b> <input type="checkbox"/>	
<b>6</b>	<b>CITIZENSHIP OR PLACE OF ORGANIZATION</b>  Virginia	
<b>NUMBER OF SHARES  BENEFICIALLY  OWNED BY EACH  REPORTING PERSON  WITH</b>	<b>7</b>	<b>SOLE VOTING POWER</b> 45,816,436
	<b>8</b>	<b>SHARED VOTING POWER</b> 0
	<b>9</b>	<b>SOLE DISPOSITIVE POWER</b> 45,816,436
	<b>10</b>	<b>SHARED DISPOSITIVE POWER</b> 0
<b>11</b>	<b>AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON</b> 45,816,436	
<b>12</b>	<b>CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)</b> <input type="checkbox"/>	
<b>13</b>	<b>PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)</b> 18.2%	
<b>14</b>	<b>TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)</b> OO – limited liability company	

<b>1</b>	<b>NAMES OF REPORTING PERSONS</b> <b>KAPITAL JOE, LLC</b> <b>I.R.S. IDENTIFICATION NO.: 45-2595931</b>	
<b>2</b>	<b>CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP</b> (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>	
<b>3</b>	<b>SEC USE ONLY</b>	
<b>4</b>	<b>SOURCE OF FUNDS (SEE INSTRUCTIONS)</b> WC	
<b>5</b>	<b>CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)</b> <input type="checkbox"/>	
<b>6</b>	<b>CITIZENSHIP OR PLACE OF ORGANIZATION</b> Virginia	
<b>NUMBER OF SHARES  BENEFICIALLY  OWNED BY EACH  REPORTING PERSON  WITH</b>	<b>7</b>	<b>SOLE VOTING POWER</b> 13,520,789
	<b>8</b>	<b>SHARED VOTING POWER</b> 0
	<b>9</b>	<b>SOLE DISPOSITIVE POWER</b> 13,520,789
	<b>10</b>	<b>SHARED DISPOSITIVE POWER</b> 0
<b>11</b>	<b>AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON</b> 13,520,789	
<b>12</b>	<b>CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)</b> <input type="checkbox"/>	
<b>13</b>	<b>PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)</b> 5.4%	
<b>14</b>	<b>TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)</b> OO – limited liability company	

This Amendment No. 16 (the “Amendment”) amends and supplements the Statement on Schedule 13D, dated March 27, 2014 and filed on April 7, 2014, as amended by Amendment No. 1 dated December 31, 2014 and filed on January 5, 2015, by Amendment No. 2 dated May 31, 2016 and filed June 2, 2016, by Amendment No. 3 dated July 24, 2017 and filed July 26, 2017, by Amendment No. 4 dated October 16, 2017 and filed October 23, 2017, by Amendment No. 5 dated December 29, 2017 and filed on January 2, 2018, by Amendment No. 6 dated January 19, 2018 and filed January 22, 2018, by Amendment No. 7 dated July 3, 2018 and filed July 6, 2018, by Amendment No. 8 dated May 13, 2019 and filed May 15, 2019, by Amendment No. 9 dated May 24, 2019 and filed on May 24, 2019, by Amendment No. 10 dated June 6, 2019 and filed on June 10, 2019, by Amendment No. 11 dated January 1, 2020 and filed on January 6, 2020, by Amendment No. 12 dated January 31, 2020 and filed on February 4, 2020, by Amendment No. 13 dated August 11, 2020 and filed on August 13, 2020, by Amendment No. 14 dated December 17, 2020 and filed on December 21, 2020, and by Amendment No. 15 dated October 6, 2022 and filed on October 7, 2022 (the “Original Schedule 13D”), relating to the Common Stock, no par value per share (the “Common Stock”), of Precigen, Inc., formerly known as Intrexon Corporation, a Virginia corporation (the “Company”). Mr. Randal J. Kirk (“Mr. Kirk”), the R.J. Kirk Declaration of Trust, a revocable trust established by Mr. Kirk (“RJ DOT”), Third Security, LLC, a Virginia limited liability company that is controlled by Mr. Kirk (“Third Security”), Kapital Joe, LLC, a Virginia limited liability company that is managed by Third Security (“Kapital Joe”), and Sunset 2020 LLC, a Delaware limited liability company that is controlled by Mr. Kirk (“Sunset 2020” and, together with Mr. Kirk, the RJ DOT, Third Security, and Kapital Joe, the “Reporting Persons”) are filing this Amendment to disclose the purchase by RJ DOT of 11,428,571 shares of Common Stock of the Company in an underwritten public offering of 42,857,143 shares of Common Stock of the Company, at a price per share of \$1.75, on January 27, 2023 (the “Offering”).

**Item 3. Source and Amount of Funds or Other Consideration.**

Item 3 of the Original Schedule 13D is hereby amended and supplemented as follows:

On January 27, 2023, RJ DOT utilized its working capital to purchase 11,428,571 shares of Common Stock of the Company in the Offering, for an aggregate purchase price of \$19,999,999.25, or \$1.75 per share.

**Item 4. Purpose of Transaction.**

Item 4 of the Original Schedule 13D is hereby amended and supplemented as follows:

The information set forth in Items 3 and 6 is incorporated herein by reference.

RJ DOT acquired the shares disclosed hereunder for investment purposes.

Other than as disclosed herein, as of the date of this Amendment, none of the Reporting Persons have present plans or proposals which would result in:

- (a) The acquisition by any person of additional securities of the Company, or the disposition of securities of the Company;
-

- (b) An extraordinary corporate transaction such as a merger, reorganization or disposition, involving the Company or any of its subsidiaries;
- (c) A sale or transfer of a material amount of assets of the Company or any of its subsidiaries;
- (d) Any change in the present board of directors or management of the Company, including any plans or proposals to change the number or term of directors or to fill any existing vacancies on the board;
- (e) Any material change in the present capitalization or dividend policy of the Company;
- (f) Any other material change in the Company's business or corporate structure, including but not limited to, if the Company is a registered closed-end investment company, any plans or proposals to make any changes in its investment policy for which a vote is required by Section 13 of the Investment Company Act of 1940;
- (g) Changes in the Company's charter, bylaws or instruments corresponding thereto or other actions which may impede the acquisition of control of the Company by any person;
- (h) Causing a class of securities of the Company to be delisted from a national securities exchange or to cease to be authorized to be quoted in an inter-dealer quotation system of a registered national securities association;
- (i) A class of equity securities of the Company becoming eligible for termination of registration pursuant to Section 12(g)(4) of the Securities Exchange Act of 1934; or
- (j) Any action similar to any of those actions enumerated above.

**Item 5. Interest in Securities of the Issuer.**

Items 5(a) and (b) of the Original Schedule 13D are hereby amended and restated to read in their entirety as follows:

(a) and (b) See items 11 and 13 of the cover pages to this Statement for the aggregate number of shares and percentage of issued and outstanding shares of Common Stock of the Company owned by the Reporting Persons. The percentage ownership is calculated based on 208,150,021 shares of Common Stock issued and outstanding as of October 31, 2022, as disclosed in the Company's Quarterly Report on Form 10-Q for the period ended September 30, 2022 and filed on November 9, 2022, increased by (i) 58,986 shares of Common Stock issued to certain officers of the Company on January 4, 2023, in connection with the vesting of previously granted Restricted Stock Units, of which 3,443 shares of Common Stock were issued to RJ DOT, and (ii) 42,857,143 shares of Common Stock issued in connection with the Offering.

---



<b>Reporting Person</b>	<b>Amount of Common Stock Beneficially Owned</b>	<b>Percent of Class</b>	<b>Sole Power to Vote or Direct the Vote</b>	<b>Shared Power to Vote or Direct the Vote</b>	<b>Sole Power to Dispose or to Direct the Disposition</b>	<b>Shared Power to Dispose or to Direct the Disposition</b>
Randal J. Kirk	96,360,443	38.3%	96,36,0443	--	96,360,443	--
R.J. Kirk Declaration of Trust	31,129,164	12.4%	31,129,164	--	31,129,164	--
Third Security, LLC	45,816,436	18.2%	45,816,436	--	45,816,436	--
Sunset 2020 LLC	16,406,828	6.5%	16,406,828	--	16,406,828	--
Kapital Joe, LLC	13,520,789	5.4%	13,520,789	--	13,520,789	--

Mr. Kirk could be deemed to have indirect beneficial ownership of the shares of Common Stock directly beneficially owned by the RJ DOT, Third Security, Sunset 2020, and Kapital Joe. Mr. Kirk controls Sunset 2020 and Third Security, which is the manager of Kapital Joe.

(c) Except as disclosed herein, none of the Reporting Persons have engaged in any transactions in the Company's Common Stock in the past 60 days.

(d) – (e) Not applicable

**Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.**

Item 6 of the Original Schedule 13D is hereby amended and supplemented to include the responses in Item 4 above.

**Item 7. Material to be Filed as Exhibits.**

Exhibit 1 Joint Filing Agreement, dated as of January 31, 2023 by and among Randal J. Kirk, the R.J. Kirk Declaration of Trust, Third Security, LLC, Sunset 2020 LLC, and Kapital Joe, LLC.

**SIGNATURES**

After reasonable inquiry and to the best of their knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Date: January 31, 2023

/s/ Randal J. Kirk

\_\_\_\_\_  
Randal J. Kirk

**R.J. KIRK DECLARATION OF TRUST**

By: /s/ Randal J. Kirk

\_\_\_\_\_  
Randal J. Kirk  
Trustee

**THIRD SECURITY, LLC**

By: /s/ Randal J. Kirk

\_\_\_\_\_  
Randal J. Kirk  
Manager

**SUNSET 2020 LLC**

By: /s/ Randal J. Kirk

\_\_\_\_\_  
Randal J. Kirk  
Manager

**KAPITAL JOE, LLC**

By: /s/ Randal J. Kirk

\_\_\_\_\_  
Randal J. Kirk  
Manager

\_\_\_\_\_

## **EXHIBIT INDEX**

[Exhibit 1](#) Joint Filing Agreement, dated as of January 31, 2023, by and among Randal J. Kirk, the R.J. Kirk Declaration of Trust, Third Security, LLC, Sunset 2020 LLC, and Kapital Joe, LLC.

---

**Exhibit 1**

**Joint Filing Agreement**

In accordance with Rule 13d-1(k) promulgated under the Securities Exchange Act of 1934, as amended, the persons named below agree to the joint filing on behalf of each of them a Statement on Schedule 13D (including amendments thereto) with regard to the common stock of Precigen, Inc., and further agree that this Joint Filing Agreement be included as an exhibit to such joint filings. In evidence thereof, the undersigned, being duly authorized, hereby execute this agreement as of the 31<sup>st</sup> day of January, 2023.

Date: January 31, 2023

/s/ Randal J. Kirk

\_\_\_\_\_  
Randal J. Kirk

**R.J. KIRK DECLARATION OF TRUST**

By: /s/ Randal J. Kirk

\_\_\_\_\_  
Randal J. Kirk  
Trustee

**THIRD SECURITY, LLC**

By: /s/ Randal J. Kirk

\_\_\_\_\_  
Randal J. Kirk  
Manager

**SUNSET 2020 LLC**

By: /s/ Randal J. Kirk

\_\_\_\_\_  
Randal J. Kirk  
Manager

**KAPITAL JOE, LLC**

By: /s/ Randal J. Kirk

\_\_\_\_\_  
Randal J. Kirk  
Manager

---