

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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>KIRK RANDAL J</u> (Last) (First) (Middle) <u>C/O THIRD SECURITY, LLC</u> <u>1881 GROVE AVENUE</u> (Street) <u>RADFORD VA 24141</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>PRECIGEN, INC. [PGEN]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/02/2024</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		

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	05/02/2024		J ⁽¹⁾		58,800 ⁽¹⁾	D	\$0 ⁽¹⁾	0	I	by Sr. Staff ⁽¹⁾
Common Stock	05/02/2024		J ⁽¹⁾		8,790,674 ⁽¹⁾⁽²⁾	D	\$0 ⁽¹⁾	0	I	by Staff 2001 ⁽¹⁾
Common Stock	05/02/2024		J ⁽¹⁾		118,266 ⁽¹⁾	D	\$0 ⁽¹⁾	0	I	by Sr. Staff 2006 ⁽¹⁾
Common Stock	05/02/2024		J ⁽¹⁾		59,133 ⁽¹⁾	D	\$0 ⁽¹⁾	0	I	by Staff 2006 ⁽¹⁾
Common Stock	05/02/2024		J ⁽¹⁾		19,711 ⁽¹⁾	D	\$0 ⁽¹⁾	0	I	by Incentive 2006 ⁽¹⁾
Common Stock	05/02/2024		J ⁽¹⁾		4,995,000 ⁽¹⁾	D	\$0 ⁽¹⁾	0	I	by Sr. Staff 2007 ⁽¹⁾
Common Stock	05/02/2024		J ⁽¹⁾		2,497,500 ⁽¹⁾	D	\$0 ⁽¹⁾	0	I	by Staff 2007 ⁽¹⁾
Common Stock	05/02/2024		J ⁽¹⁾		832,500 ⁽¹⁾	D	\$0 ⁽¹⁾	0	I	by Incentive 2007 ⁽¹⁾
Common Stock	05/02/2024		J ⁽¹⁾		1,383,858 ⁽¹⁾	D	\$0 ⁽¹⁾	0	I	by Staff 2009 ⁽¹⁾
Common Stock	05/02/2024		J ⁽¹⁾		691,929 ⁽¹⁾	D	\$0 ⁽¹⁾	0	I	by Incentive 2009 ⁽¹⁾
Common Stock	05/02/2024		J ⁽¹⁾⁽³⁾		8,896,412 ⁽¹⁾⁽³⁾	A	\$0 ⁽¹⁾⁽³⁾	41,017,803	I	by R.J. Kirk DOT ⁽³⁾
Common Stock	05/02/2024		J ⁽¹⁾⁽³⁾		6,085,471 ⁽¹⁾⁽³⁾	A	\$0 ⁽¹⁾⁽³⁾	6,085,471	I	by Third Security ⁽³⁾
Common Stock								490,401	I	by JPK 2008 ⁽⁴⁾
Common Stock								3,703,398	I	by JPK 2009 ⁽⁴⁾
Common Stock								1,654,363	I	by JPK 2012 ⁽⁴⁾

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								489,438	I	by MGK 2008 ⁽⁴⁾
Common Stock								3,944,437	I	by MGK 2009 ⁽⁴⁾
Common Stock								1,637,040	I	by MGK 2011 ⁽⁴⁾
Common Stock								578,079	I	by ZSK 2008 ⁽⁴⁾
Common Stock								351,120	I	by ZSK 2009 ⁽⁴⁾
Common Stock								453,731	I	by Kellie L. Banks LTT ⁽⁴⁾
Common Stock								1,096,686	I	by Parkview 2020 ⁽⁴⁾
Common Stock								13,520,789	I	by Kapital Joe ⁽⁴⁾
Common Stock								1,403	I	by Lotus ⁽⁴⁾
Common Stock								16,406,828	I	by Sunset 2020 ⁽⁴⁾
Common Stock								1,144,481	I	by Spouse

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)					

Explanation of Responses:

- On May 2, 2024, each of Third Security Senior Staff LLC ("Sr. Staff"), Third Security Staff 2001 LLC ("Staff 2001"), Third Security Senior Staff 2006 LLC ("Sr. Staff 2006"), Third Security Staff 2006 LLC ("Staff 2006"), Third Security Incentive 2006 LLC ("Incentive 2006"), Third Security Senior Staff 2007 LLC ("Sr. Staff 2007"), Third Security Staff 2007 LLC ("Staff 2007"), Third Security Incentive 2007 LLC ("Incentive 2007"), Third Security Staff 2009 LLC ("Staff 2009"), and Third Security Incentive 2009 LLC ("Incentive 2009") made a liquidating distribution of its assets in connection with the dissolution of the entity in accordance with the terms of its respective Limited Liability Company Agreement, including an aggregate of 19,447,371 shares of the issuer.
- On May 2, 2024, in connection with the liquidation of the Staff LLCs, the following entities transferred all shares of the issuer held by the entity to Third Security Staff 2001 LLC in satisfaction of certain intercompany debt (an aggregate of 8,479,387 shares): Third Security Senior Staff 2008 LLC ("Sr. Staff 08"), Third Security Staff 2010 LLC ("Staff 2010"), Third Security Incentive 2010 LLC ("Incentive 2010"), Third Security Senior Staff 2015 LLC ("Sr. Staff 15"), and Third Security Staff 2015 LLC ("Staff 2015").
- R.J. Kirk Declaration of Trust ("R.J. Kirk DOT") and Third Security, LLC ("Third Security") received shares in their capacities as members of one or more of these entities. Randal J. Kirk controls each of R.J. Kirk DOT and Third Security. 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 JPK 2008 LLC ("JPK 2008"), JPK 2009 LLC ("JPK 2009"), JPK 2012 LLC ("JPK 2012"), MGK 2008 LLC ("MGK 2008"), MGK 2009 LLC ("MGK 2009"), MGK 2011 LLC ("MGK 2011"), ZSK 2008 LLC ("ZSK 2008"), ZSK 2009 LLC ("ZSK 2009"), Kellie L. Banks (2009) Long Term Trust ("Kellie L. Banks LTT"), Parkview 2020 Limited Partnership ("Parkview 2020"), Kapital Joe, LLC ("Kapital Joe"), Lotus Capital (2000) Company, Inc. ("Lotus"), and Sunset 2020 LLC ("Sunset 2020"). 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.

Remarks:

/s/ Randal J. Kirk

05/03/2024

** 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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