FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

3...,

| OMB APPROVAL | | | | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | | |
| Estimated average burden | | | | | | | | | |

0.5

hours per response:

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* 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) X Director X 10% Owner | | | | | |
|---|------------|----------------|---|---|---|---|---------|----------------|--|-------|---|---|---|---|--|--|
| (Last) C/O THIRD SE 1881 GROVE A | • | | | 3. Date of Earliest Transaction (Month/Day/Year) 06/30/2017 | | | | | | | | Officer (give title below) Chief Executive Officer | | | | |
| (Street) RADFORD (City) | VA (State) | 24141 (Zip) | | | f Amendment, Date | of Orig | inal Fi | iled (Month/Da | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | | |
| | Т | able I - N | Non-Deriva | tive | Securities Ac | cquire | ed, D | isposed o | f, or B | enefi | cially | / Owned | | | | |
| 1. Title of Security (Instr. 3) | | | 2. Transaction Date (Month/Day/Y | | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | | | | nd 5) | 5. Amount of Securities Beneficially Owned Following Reported | 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 | | Transaction(s) (Instr. 3 and 4) | | (mour 4) | | |
| Common Stock | | 06/3 | | 17 | | A | | 35,056(1) | A | \$22. | 82(1) | 596,662 | I | by Third Security ⁽³⁾ | | |
| Common Stock | | | 06/30/201 | 17 | | A | | 8,302(2) | A | \$24. | .09(2) | 5,352,813 | I | by R.J. Kirk DOT ⁽³⁾ | | |
| Common Stock | | | | | | | | | | | | 311,287 | I | by Staff 2001 ⁽³⁾ | | |
| Common Stock | | | | | | | | | | | | 1,403 | I | by Lotus ⁽³⁾ | | |
| Common Stock | | | | | | | | | | | | 139,052 | I | by JPK 2008 ⁽³⁾ | | |
| Common Stock | | | | | | | | | | | | 140,007 | I | by MGK 2008 ⁽³⁾ | | |
| Common Stock | | | | | | | | | | | | 114,181 | I | by ZSK 2008 ⁽³⁾ | | |
| Common Stock | | | | | | | | | | | | 720,562 | I | by JPK 2009 ⁽³⁾ | | |
| Common Stock | | | | | | | | | | | | 850,355 | I | by MGK 2009 ⁽³⁾ | | |
| Common Stock | | | | | | | | | | | | 75,684 | I | by ZSK 2009 ⁽³⁾ | | |
| Common Stock | | | | | | | | | | | | 843,044 | I | by JPK 2012 ⁽³⁾ | | |
| Common Stock | | | | | | | | | | | | 135,033 | I | by Kellie L. Banks LTT ⁽³⁾ | | |
| Common Stock | | | | | | | | | | | | 118,266 | I | by Senior Staff 2006 ⁽³⁾ | | |
| Common Stock | | | | | | | | | | | | 59,133 | I | by Staff 2006 ⁽³⁾ | | |
| Common Stock | | | | | | | | | | | | 19,711 | I | by Incentive 2006 ⁽³⁾ | | |
| Common Stock | | | | | | | | | | | | 6,649,997 | I | by Kapital Joe ⁽⁴⁾ | | |
| | | | | | | | | | | | | | | | | |

| 1. Title of Security (Instr. 3) | | | Date | ansaction nth/Day/Year) | Exec if any | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Disposed Of | Acquired (D) (Insti | i (A) or . 3, 4 and 5 | Benefic | ies cially Following | 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 | Transa (Instr. 3 | ction(s) | | (motil 4) | |
| Common | Stock | | | | | | | | | | | 5,48 | 33,957 | I | by Mascara Kaboom ⁽⁴ |
| Common | Stock | | | | | | | | | | | 58 | 3,800 | I | by Sr. Staff ⁽⁴⁾ |
| Common | Stock | | | | | | | | | | | 21 | 3,805 | I | by ADC 2010 ⁽⁴⁾ |
| Common | Stock | | | | | | | | | | | 94 | 0,426 | I | by MGK 2011 ⁽⁴⁾ |
| Common | Stock | | | | | | | | | | | 1,3 | 56,648 | I | by Senior Staff 2008 ⁽⁴⁾ |
| Common Stock | | | | | | | | | | | 1,3 | 56,648 | I | by Staff 2010 ⁽⁴⁾ | |
| Common | Stock | | | | | | | | | | | 67 | 8,323 | I | by Incentive 2010 ⁽⁴⁾ |
| Common | Stock | | | | | | | | | | | 22,6 | 36,052 | I | by NRM V ⁽⁴⁾ |
| Common | Stock | | | | | | | | | | | 13,340,645 | | I | by NRM VI Holdings ⁽⁴ |
| Common Stock | | | | | | | | | | | | 243,001 | | I | by NRM VII Holdings ⁽⁴ |
| | | Та | ıble II - De (e. | erivative s | Secu calls | rities Ac , warrant | quired s, opt | , Dis | posed of, convertib | or Ber le sec | neficially urities) | / Owned | | | |
| Derivative Conversion Date Ex Security Or Exercise (Month/Day/Year) if a | 3A. Deemed Execution D if any (Month/Day/ | Deemed 4. Transact Code (In: | | | | | rcisable and Date | 7. Title Amoun Securit Underly Derivat | and t of ies /ing | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4) | Owners Form: Iy Direct (I or Indire (I) (Instr | Beneficial Ownershi ct (Instr. 4) | | |
| | | | | | | Date | | Expiration | | Amount or Number of | | | | | |

Explanation of Responses:

1. In accordance with the Services Agreement between Intrexon and Third Security, LLC ("Third Security") dated November 1, 2015 for services provided by Third Security to Intrexon Corporation ("Intrexon"), Intrexon shall pay to Third Security, on a monthly basis, such number of shares of common stock of Intrexon, rounded down to the nearest whole number, equal to a value of \$800,000. Such value shall be based upon the closing price of the common stock of Intrexon on the NYSE on the 15th calendar day of each month (or, if such date is not a trading day, the most recent trading day prior to such date).

Exercisable Date

(A) (D)

- 2. In accordance with the Restricted Stock Unit Agreement dated November 1, 2015 between Intrexon and Randal J. Kirk, each month Mr. Kirk will receive that number of shares of Intrexon common stock, rounded down to the nearest whole share, whose fair market value equals \$200,000. The number of shares of Intrexon common stock are to become vested and payable based upon the closing price of the common stock of Intrexon on the NYSE on the last calendar day of each month (or, if such date is not a trading day, the most recent trading day prior to such date). Mr. Kirk has designated the R.J. Kirk Delaration of Trust ("R.J. Kirk DOT") to receive these shares.
- 3. Randal J. Kirk controls each of Third Security, R.J. Kirk DOT, Third Security Staff 2001 LLC ("Staff 2001"), Lotus Capital (2000) Company Inc. ("Lotus"), JPK 2008, LLC ("JPK 2008"), MGK 2008, LLC ("MGK 2008"), ZSK 2008, LLC ("ZSK 2008"), JPK 2012, LLC ("JPK 2009"), MGK 2009, LLC ("MGK 2009"), ZSK 2009, LLC ("ZSK 2009"), JPK 2012, LLC ("JPK 2012"), Kellie L. Banks (2009) Long Term Trust ("Kellie L. Banks LTT"), Third Security Senior Staff 2006 LLC ("Senior Staff 2006"), Third Security Staff 2006 LLC ("Staff 2006") and Third Security Incentive 2006 LLC ("Incentive 2006"). 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.
- 4. Randal J. Kirk controls each of Kapital Joe, LLC ("Kapital Joe"), Mascara Kaboom, LLC ("Mascara Kaboom"), Third Security Senior Staff LLC ("Sr. Staff"), ADC 2010, LLC ("ADC 2010"), MGK 2011, LLC ("MGK 2011"), 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 V, LP ("NRM V"), NRM VI Holdings I, LLC ("NRM VI Holdings") and NRM VII Holdings I, LLC ("NRM VII Holdings"). 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.

/s/ Randal J. Kirk 06/30/2017

** Signature of Reporting Person

Shares

Title

00/30/2017 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.