

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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> <hr/> (Last) (First) (Middle) <u>C/O THIRD SECURITY, LLC</u> <u>1881 GROVE AVENUE</u> <hr/> (Street) <u>RADFORD VA 24141</u> <hr/> (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>03/09/2024</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	03/09/2024		M		213,675	A	\$0 <sup>(1)</sup>	32,051,461	I	by R.J. Kirk DOT <sup>(2)</sup>
Common Stock								1,096,686	I	by Parkview 2020 <sup>(2)</sup>
Common Stock								490,401	I	by JPK 2008 <sup>(2)</sup>
Common Stock								3,703,398	I	by JPK 2009 <sup>(2)</sup>
Common Stock								1,654,363	I	by JPK 2012 <sup>(2)</sup>
Common Stock								489,438	I	by MGK 2008 <sup>(2)</sup>
Common Stock								3,944,437	I	by MGK 2009 <sup>(2)</sup>
Common Stock								1,637,040	I	by MGK 2011 <sup>(2)</sup>
Common Stock								578,079	I	by ZSK 2008 <sup>(2)</sup>
Common Stock								351,120	I	by ZSK 2009 <sup>(2)</sup>
Common Stock								453,731	I	by Kellie L. Banks LTT <sup>(2)</sup>
Common Stock								1,015,604	I	by Sr. Staff 2015 <sup>(2)</sup>
Common Stock								1,015,626	I	by Staff 2015 <sup>(2)</sup>
Common Stock								13,520,789	I	by Kapital Joe <sup>(2)</sup>
Common Stock								1,144,481	I	by Spouse
Common Stock								1,403	I	by Lotus <sup>(2)</sup>
Common Stock								16,406,828	I	by Sunset 2020 <sup>(2)</sup>

**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								1,839,946	I	by Staff 2010 <sup>(3)</sup>
Common Stock								1,383,858	I	by Staff 2009 <sup>(3)</sup>
Common Stock								3,223,803	I	by Sr. Staff 2008 <sup>(3)</sup>
Common Stock								691,929	I	by Incentive 2009 <sup>(3)</sup>
Common Stock								1,384,408	I	by Incentive 2010 <sup>(3)</sup>
Common Stock								311,287	I	by Staff 2001 <sup>(3)</sup>
Common Stock								58,800	I	by Sr. Staff <sup>(3)</sup>
Common Stock								59,133	I	by Staff 2006 <sup>(3)</sup>
Common Stock								118,266	I	by Sr. Staff 2006 <sup>(3)</sup>
Common Stock								19,711	I	by Incentive 2006 <sup>(3)</sup>
Common Stock								4,995,000	I	by Sr. Staff 2007 <sup>(3)</sup>
Common Stock								2,497,500	I	by Staff 2007 <sup>(3)</sup>
Common Stock								832,500	I	by Incentive 2007 <sup>(3)</sup>

**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)	03/09/2024		M			213,675	(1)	(1)	Common Stock	213,675	\$0	0	I	by R.J. Kirk DOT

**Explanation of Responses:**

- Each restricted stock unit represents a contingent right to receive one (1) share of issuer common stock. The restricted stock units were granted on March 9, 2023 and vested in their entirety on the one-year anniversary of the date of grant.
- Randal J. Kirk controls each of R.J. Kirk Declaration of Trust ("R.J. Kirk DOT"), Parkview 2020 Limited Partnership ("Parkview 2020"), 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"), Third Security Senior Staff 2015 LLC ("Sr. Staff 2015"), Third Security Staff 2015 LLC ("Staff 2015"), 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.
- Randal J. Kirk controls each of Third Security Staff 2010 LLC ("Staff 2010"), Third Security Staff 2009 LLC ("Staff 2009"), Third Security Senior Staff 2008 LLC ("Sr. Staff 2008"), Third Security Incentive 2009 LLC ("Incentive 2009"), Third Security Incentive 2010 LLC ("Incentive 2010"), Third Security Staff 2001 LLC ("Staff 2001"), Third Security Senior Staff LLC ("Sr. Staff"), Third Security Staff 2006 LLC ("Staff 2006"), Third Security Senior Staff 2006 LLC ("Sr. 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"), and Third Security Incentive 2007 LLC ("Incentive 2007"). 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

03/12/2024

\*\* 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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