FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

| <b>STATEMENT</b> | <b>OF CHANGES</b> | IN BENEFICIAL | <b>OWNERSHIP</b> |
|------------------|-------------------|---------------|------------------|

| OMB APPRO              | OVAL      |
|------------------------|-----------|
| OMB Number:            | 3235-0287 |
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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(n) of the investment Company Act of 1940              |   |  |             |                             |
|---|---------|----------|---|---|--|-------------|-----------------------------|
|   |         |          | 2. Issuer Name and Ticker or Trading Symbol PRECIGEN, INC. [ PGEN ] |   | tionship of Reporting<br>all applicable)<br>Director | Person<br>X | n(s) to Issuer<br>10% Owner |
| (Last) (First) (Middle) C/O THIRD SECURITY, LLC 1881 GROVE AVENUE |         | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 01/04/2023         |   | Officer (give title below)                           |             | Other (specify below)       |
|   |         |          | 4. If Amendment, Date of Original Filed (Month/Day/Year)            | 6. Individual or Joint/Group Filing (Check Applicable Line) |  |             |                             |
| (Street) RADFORD  | VA      | 24141    |   | X   | Form filed by One I<br>Form filed by More<br>Person  | •           | Ŭ                           |
| (City)  | (State) | (Zip)    |   |   |  |             |                             |

| 1881 GROVE A         | AVENUE       |              | 4. If An                        | nendment, Date of | Original  | Filed                        | (Month/Day/     |                                    | Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person |                        |   |   |   |  |
|----------------------|--------------|--------------|---------------------------------|-------------------|---|------------------------------|-----------------|------------------------------------|--|------------------------|---|---|---|--|
| (Street) RADFORD     | VA           |              |                                 |                   |   |                              |                 | 1 1                                |  |                        |   |   |   |  |
| (City)               | (State)      | (Zip)        |                                 |                   |   |                              |                 |                                    |  |                        |   |   |   |  |
|                      |              | Table I - No |                                 |                   | ecurities Acq   |                              | Disp            |                                    |  |                        | 1   |   |   |  |
| 1. Title of Security | / (Instr. 3) |              | 2. Transac<br>Date<br>(Month/Da |                   | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transa<br>Code (<br>8) | ction<br>Instr. | 4. Securities<br>Disposed Of<br>5) | Acquired<br>f (D) (Instr   | I (A) or<br>. 3, 4 and | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|                      |              |              |                                 |                   |   | Code                         | v               | Amount                             | (A) or<br>(D)  | Price                  | Transaction(s)<br>(Instr. 3 and 4)  |   | (   |  |
| Common Stock         |              |              | 01/04/2                         | 2023              |   | M                            |                 | 3,443                              | A  | (1)                    | 19,700,593  | I   | by R.J.<br>Kirk<br>DOT <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<br>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<br>L. Banks<br>LTT <sup>(2)</sup>                       |  |
| Common Stock         |              |              |                                 |                   |   |                              |                 |                                    |  |                        | 1,015,604   | I   | by Sr.<br>Staff<br>2015 <sup>(2)</sup>                            |  |
| Common Stock         |              |              |                                 |                   |   |                              |                 |                                    |  |                        | 1,015,626   | I   | by Staff 2015 <sup>(2)</sup>                                      |  |
| Common Stock         |              |              |                                 |                   |   |                              |                 |                                    |  |                        | 1,000,000   | I   | by<br>Parkview<br>2020 <sup>(2)</sup>                             |  |
| Common Stock         |              |              |                                 |                   |   |                              |                 |                                    |  |                        | 1,144,481   | I   | by<br>Spouse  |  |
| Common Stock         |              |              |                                 |                   |   |                              |                 |                                    |  |                        | 13,520,789  | I   | by<br>Kapital<br>Joe <sup>(2)</sup>                               |  |
| Common Stock         |              |              |                                 |                   |   |                              |                 |                                    |  |                        | 1,403   | I   | by<br>Lotus <sup>(2)</sup>  |  |
| Common Stock         |              |              |                                 |                   |   |                              |                 |                                    |  |                        | 16,406,828  | I   | by<br>Sunset<br>2020 <sup>(2)</sup>                               |  |

|   |   | Tab  | le I - Noi                                    | n-Deri                                     | vative                     | e Sec | curiti   | ies Ac                        | quired,           | Dis                                       | posed o                   | of, or E                                  | Ben            | eficial                                | ly Owned  | d  |  |  |   |                                       |
|---|---|--|---|--|----------------------------|-------|--|-------------------------------|-------------------|---|---------------------------|---|----------------|--|-----------|--|--|--|---|---------------------------------------|
| 1. Title of Security (Instr. 3)                     |   |  |   | 2. Transaction<br>Date<br>(Month/Day/Year) |                            |       | any  | emed<br>ion Date,<br>/Day/Yea | Code (            | ction<br>Instr.                           | 4. Secur<br>Dispose<br>5) | ities Acq<br>d Of (D) (                   | uired<br>Instr | i (A) or<br>: 3, 4 and                 | Benefici  | es<br>ally<br>Following  | 6. Own<br>Form: I<br>(D) or I<br>(I) (Inst | Direct<br>ndirect  | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |                                       |
|   |   |  |   |  |                            |       |  |                               | Code              | v   | Amount                    | (A)                                       | or             | Price                                  | Transact  | tion(s)  |  |  | (11341. 4)  |                                       |
| Common Stock  |   |  |   |  |                            |       |  |                               |                   |   |                           |   |                |  | 1,83      | 9,946  |  | I  | by Staff<br>2010 <sup>(3)</sup>                       |                                       |
| Common Stock  |   |  |   | $\neg \uparrow$                            |                            |       |  |                               |                   |   |                           |   |                | 1,38                                   | 1,383,858 |  | I  | by Staff<br>2009 <sup>(3)</sup>  |   |                                       |
| Common Stock  |   |  |   |  |                            |       |  |                               |                   |   |                           |   |                | 3,223,803                              |           | I  |  | by Sr.<br>Staff<br>2008 <sup>(3)</sup>   |   |                                       |
| Common  | Stock   |  |   |  |                            |       |  |                               |                   |   |                           |   |                |  | 691       | ,929   | :  | I  | by<br>Incentive<br>2009 <sup>(3)</sup>                |                                       |
| Common  | Stock   |  |   |  |                            |       |  |                               |                   |   |                           |   |                |  | 1,38      | 4,408  |  | I  | by<br>Incentive<br>2010 <sup>(3)</sup>                |                                       |
| Common  | Stock   |  |   |  |                            |       |  |                               |                   |   |                           |   |                |  | 311       | ,287   |  | I  | by Staff<br>2001 <sup>(3)</sup>                       |                                       |
| Common  | Stock   |  |   |  |                            |       |  |                               |                   |   |                           |   |                |  | 58,       | ,800   |  | I  | by Sr.<br>Staff <sup>(3)</sup>                        |                                       |
| Common  | Stock   |  |   |  |                            |       |  |                               |                   |   |                           |   |                |  | 59,       | ,133   | I  |  | by Staff<br>2006 <sup>(3)</sup>                       |                                       |
| Common  | Stock   |  |   |  |                            |       |  |                               |                   |   |                           |   |                |  | 118,266   |  |  | I  | by Sr.<br>Staff<br>2006 <sup>(3)</sup>                |                                       |
| Common  | Stock   |  |   |  |                            |       |  |                               |                   |   |                           |   |                |  | 19        | ,711   |  | I  | by<br>Incentive<br>2006 <sup>(3)</sup>                |                                       |
| Common  | Stock   |  |   |  |                            |       |  |                               |                   |   |                           |   |                |  | 4,99      | 5,000  |  | I  | by Sr.<br>Staff<br>2007 <sup>(3)</sup>                |                                       |
| Common  | Stock   |  |   |  |                            |       |  |                               |                   |   |                           |   |                |  | 2,49      | 7,500  |  | I  | by Staff<br>2007 <sup>(3)</sup>                       |                                       |
| Common  | Stock   |  |   |  |                            |       |  |                               |                   |   |                           |   |                |  | 832       | 2,500  |  | I  | by<br>Incentive<br>2007 <sup>(3)</sup>                |                                       |
|   |   | Т  | able II -                                     |  |                            |       |  |                               | uired, C          |   |                           |   |                |  | Owned     |  |  |  |   |                                       |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemo<br>Execution<br>if any<br>(Month/Da | Date,                                      | 4.<br>Transa<br>Code<br>8) |       | of<br>Deri<br>Sec<br>Acq<br>(A) o<br>Disp<br>of (I | posed<br>D)<br>tr. 3, 4       | Expiration        | Exercisable and<br>ion Date<br>/Day/Year) |                           | Amount<br>Securiti<br>Underly<br>Derivati |                | Amount of<br>Securities                |           | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)  8. Price of<br>Derivative<br>Security<br>(Instr. 5)  9. Nun<br>deriva<br>Security<br>(Instr. 5)  9. Nun<br>Security<br>(Instr. 5) |  | ve es Form: Direct (I or Indirect or Indir | Ownership   | Beneficial<br>Ownership<br>(Instr. 4) |
|   |   |  |   |  | Code                       | v     | (A)  | (D)                           | Date<br>Exercisab |   | xpiration<br>ate          | Title                                     | N<br>C         | Amount<br>or<br>Number<br>of<br>Shares |           |  |  |  |   |                                       |
|   |   |  |   |  |                            |       |  |                               |                   |   |                           |   |                |  |           |  |  |  |   |                                       |
| Restricted<br>Stock<br>Units                        | (1)   | 01/04/2023                                 |   |  | М                          |       |  | 3,443                         | (1)               |   | (1)                       | Commo                                     |                | 3,443                                  | \$0       | 0  |  | I  | by R.J.<br>Kirk<br>DOT <sup>(2)</sup>                 |                                       |

## Explanation of Responses:

<sup>1.</sup> Each restricted stock unit represents a contingent right to receive one (1) share of issuer common stock.

<sup>2.</sup> Randal J. Kirk controls each of R.J. Kirk Declaration of Trust ("R.J. Kirk DOT"), JPK 2008 LLC ("JPK 2008"), JPK 2009 LLC ("JPK 2009"), JPK 2012 LLC ("JPK 2012"), MGK 2018 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"), Parkview 2020 Limited Partnership ("Parkview 2020"), 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.

<sup>3.</sup> Randal J. Kirk controls each of Third Security Staff 2010 LLC ("Staff 2010"), Third Security Staff 2009 LLC ("Staff 2009"), Third Security Staff 2008"), Third Security Incentive 2009"), Third Security Incentive 2009"), Third Security Incentive 2010 LLC ("Incentive 2010"), Third Security Staff 2001 LLC ("Staff 2001"), Third Security Staff 2001 LLC ("Staff 2001"), Third Security Staff 2006"), Third Security Staff 2006"), Third Security Incentive 2006"), Third Security Staff 2006"), Third Security Staff 2006"), Third Security Incentive 2006"), Third Security Staff 2007"), Third Security Staff 2007"), Third Security Incentive 2006"), Third Security Incentive 2006", Third Security Incentive 2006"), Third Security Incentive 2006", Third Secu

\*\* Signature of Reporting Person

on Date

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

- $^{\star}$  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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