SEC Form 4

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	ROVAL						
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

4		(Dener: 5 *		2 100	SUP	Name a	nd Tick	er or T	rading	Symbo	h		-	Relationshir	n of I	Reporting Pr	erson(s) to lo	suer	
1. Name and Address of Reporting Person [*] Mubadala Investment Co PJSC				2. Issuer Name and Ticker or Trading Symbol RECURSION PHARMACEUTICALS,								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
					<u>.</u> [RXRX	[]							Director X 10% Owne Officer (give title Other (spec					
(Last) (First) (Middle) P.O. BOX 45005					3. Date of Earliest Transaction (Month/Day/Year) 02/27/2023								1	below	v)		below)		
					Ame	ndment,	Date of	f Origir	nal File	ed (Mon	ith/Day/	Year)		6. Individual or	r Joi	int/Group Fili	ng (Check A	pplicable	
(Street) ABU DHABI CO 00000					4. If Amendment, Date of Original Filed (Month/Day/Year)									Line) Form filed by One Reporting Person					
(City)	(Si	tate) (Z	Zip)											X Perso	on	-	-	-	
		Table	I - Non-Deriva	tive \$	Sec	urities	a Acq	uired	l, Dis	pose	d of,	or Ber	efic	ially Own	ed				
1. Title of Security (Instr. 3)		tr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Dat if any (Month/Day/Ye		n Date,	Date, Transa Code (4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			nd S E C F	5. Amount of Securities Beneficially Owned Following		6. Ownershi Form: Direc (D) or Indirect (I) (Instr. 4)	t Beneficia	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
							Code	v	Amo	unt	(A) or (D)	Price	1	Reported Transaction(s) (Instr. 3 and 4)					
Class A Common Stock		02/27/2023				Р		52,500	,500	A	\$7.69(1)	(1)	12,869,423	3	I		See Explanation of Responses ⁽²⁾		
Class A Common Stock													7,062,869		I		See Explanation of Responses ⁽³⁾ (4)(5)		
		Tal	ole II - Derivati (e.g., pu												d	·			
1. Title of Derivative	2.	3. Transaction Date	3A. Deemed Execution Date,	4.		5. Ni		6. Date	e Exercisable and		and 7	7. Title and		8. Price of Derivative	9. Number of		10.	11. Nature	
Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	ise (Month/Day/Year)	if any	Transaction Code (Instr. 8)		r. Deriv Secu Acqu (A) o Disp of (D	rities lired r osed) r. 3, 4	ive (Month ies ed ed		ition Date h/Day/Year)		Amount of Securities Jnderlyir Derivative Security (3 and 4)	s Ig e	Security (Instr. 5)		Securities I Beneficially I Owned 0	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownershi (Instr. 4)	
				Code	v	(A)	(D)	Date Exerci	isable	Expira Date	ation	or Nu of	nount Imber ares	er					
1. Name a	nd Address o	f Reporting Person*															I		
<u>Mubad</u>	<u>ala Inves</u>	<u>tment Co PJS</u>	<u>C</u>																
(Last) P.O. BO	X 45005	(First)	(Middle)		-														
(Street) ABU DH	IABI	C0	00000																
(City)		(State)	(Zip)																
1. Name ai		f Reporting Person [*] sified Global	Holding DIS(ŗ															
	<u>ira Diver</u>	Silled Global	<u>FIORUNG FJSC</u>	<u> </u>	- I.														
		(First)	(Middle)	<u> </u>	-														
Mamou (Last)	X 45005				_														
Mamou (Last) P. O. BO (Street)	X 45005	(First)	(Middle)		_														

shares purchased at each separate price within the ranges set forth in this Form 4.

2. Consists of 12,869,423 shares held of record by Fifteenth Investment Company LLC. Fifteenth Investment Company LLC is wholly owned subsidiary of Mamoura Diversified Global Holdings PJSC, which is wholly owned by Mubadala Investment Company PJSC, which is wholly owned by the Government of Abu Dhabi.

3. MDC Capital Partners (Ventures) GP, LP is the general partner of MDC Capital Partners (Ventures), LP, which directly holds 7,062,869 shares of Class A Common Stock ("Class A Shares"). MDC Capital Partners (Ventures) GP, LP has created an investment committee comprised of four individual members, which has the authority, by affirmative majority consent, to approve all investment and divestment decisions made with respect to MDC Capital Partners (Ventures), LP. Each of the members of the investment committee expressly disclaims beneficial ownership of the shares held by MDC Capital Partners (Ventures), LP.

4. Because of the relationship among the Reporting Persons, the Reporting Persons may be deemed to own the securities reported herein to the extent of their respective pecuniary interests. Each Reporting Person disclaims beneficial ownership of the securities reported herein, except to the extent of such Reporting Person's pecuniary interest therein, if any.

5. Pursuant to Rule 16a-1(a)(4) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), this filing shall not be deemed an admission that the Reporting Persons are, for purposes of Section 16 of the Exchange Act or otherwise, the beneficial owners of any equity securities in excess of their respective pecuniary interests.

Remarks:

6. The Reporting Persons are jointly filing this Form 4 pursuant to Rule 16a-3(j) under the Exchange Act.

** 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.

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.