SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

OMB APPROVAL									
OMB Number: 3235-0287									
Estimated average burden									
hours per response:	0.5								

to Sec obliga	k this box if no ction 16. Form ations may cont ction 1(b).	4 or Form 5	STATEMEI File	d pursua	ant	to Secti	on 16(a	ı) of th		ies E	Exchang	je Ac	t of 1934			OMB Numi Estimated a hours per r	average burde	3235-0287 en 0.5		
1. Name and Address of Reporting Person* <u>Mubadala Investment Co PJSC</u> (Last) (First) (Middle)				RE INC	2. Issuer Name and Ticker or Trading Symbol <u>RECURSION PHARMACEUTICALS</u> , <u>INC.</u> [RXRX] 3. Date of Earliest Transaction (Month/Day/Year)									5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner Officer (give title Other (specify below) below)						
P.O. BOX 45005						2023			(,	,									
(Street) ABU DHABI CO 00000				4. lf A	4. If Amendment, Date of Original Filed (Month/Day/Year)										6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person					
(City)	(S	tate)	(Zip)											r ei	3011					
			e I - Non-Deriva		_		1	quire		-				-						
Date		2. Transaction Date (Month/Day/Year)	2A. Deem Execution if any (Month/Da		Date,	3. Transaction Code (Instr. 8)		4. Securities Acquir Disposed Of (D) (Ins				5. Amount of Securities Beneficially Owned Following Reported		6. Ownershi Form: Direc (D) or Indirect (I) (Instr. 4)	t Beneficia	of Indirect I ip (Instr. 4)				
							Code	v	Amount	t (A) or (D)		Price		Transaction(s) (Instr. 3 and 4)						
Class A Common Stock 02/10/2		02/10/2023			Р		11,00	0	A	\$7.9825 ⁽¹⁾		12,365,7	12,365,744			See Explanation of Responses ⁽²⁾ (4)(5)				
Class A	Class A Common Stock												7,062,80	7,062,869		See Exp of Resp (4)(5)	planation onses ⁽³⁾			
		Та	ble II - Derivat (e.g., p												ed					
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. Transactio Code (Inst 8)				Exp (Mo	iration Da	e Exercisable and ation Date h/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Ins 3 and 4)		8. Price of Derivative Security (Instr. 5)		Number of erivative ecurities eneficially wned ollowing eported ransaction(s) nstr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code	de V (A)) (D)	Date			piration e	Titl	Amou or Numb of Share	er						
		f Reporting Person					-							1				*		
(Last))X 45005	(First)	(Middle)		_															
(Street) ABU D	HABI	C0	00000		-															
(City)		(State)	(Zip)		_															
		f Reporting Person sified Global	* <u>Holding PJS</u>	<u>C</u>																
(Last) P. O. BO	OX 45005	(First)	(Middle)																	
(Street) ABU D	HABI	C0	UAE		-															
(City)		(State)	(Zip)																	
Explanatio	on of Respon	ses:																		

1. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$7.90 to \$8.00, inclusive. The reporting person undertakes to provide to Recursion Pharmaceuticals, Inc. (the "Issuer"), any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this Form 4.

2. Consists of 12,365,744 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.

(s/ Samer Halawa, Chief LegalOfficer, Mubadala Investment02/13/2023Company PJSC (6)(5/ Samer Halawa, Chief LegalOfficer, Mamoura Diversified02/13/2023Global Holdings PJSC (6)(6)

** 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.