SEC Form 4

Г

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

OMB APPROVAL								
OMB Number:	3235-0287							
Estimated average burden								

0.5

hours per response:

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* Mubadala Investment Co PJSC					RSION	N PH	er or Trading S IARMAC		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner Officer (give title Other (specify below) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person				
(Last) P.O. BOX	3. Date of 1 12/23/202		Transa	action (Month/	Day/Yea								
(Street) ABU DHABI CO 00000				4. If Amend	dment, D	ate of	f Original Filec	l (Month					
(City) (State) (Zip)													
		Та	ble I - Non-De	rivative Secu	rities	Acq	uired, Dis	oosed	of, or Bene	eficially Own	ed	4	
Date Ezeration (Month/Day/Year) if		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
					Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)		
Class A Co	ommon St	ock	12/23/2022(1)		Р		100,378	A	\$ 7.5158 ⁽²⁾	11,392,315	I	See Expla of Respon	
Class A Co	Class A Common Stock 12/27/2022 ⁽¹⁾				Р		145,652	A	\$7.2392 ⁽³⁾	11,537,967	I	See Expla of Respon	
Class A Co	lass A Common Stock 12/28/2022 ⁽¹⁾			Р		71,299	A	\$ 7.1796 ⁽⁴⁾	11,609,266	I	See Expla of Respon		
Class A Co	ommon St	ock	12/29/2022(1)		Р		84,622	A	\$ 7.714 ⁽⁵⁾	11,693,888 I of		See Explanation of Responses ⁽¹³⁾⁽¹⁵⁾ (16)	
Class A Co	ommon St	ock	12/30/2022(1)		Р		99,754	A	\$ 7.5548 ⁽⁶⁾	11,793,642	I	See Expla of Respon	
Class A Co	ommon St	ock	01/03/2023(1)		Р		141,646	A	\$7.5047 ⁽⁷⁾	11,935,288	I	See Expla of Respon	
Class A Co	ommon St	ock	01/04/2023(1)		Р		91,892	A	\$7.8013 ⁽⁸⁾	12,027,180	I	See Expla of Respon	
Class A Co	ommon St	ock	01/05/2023(1)		Р		80,035	A	\$7.3787 ⁽⁹⁾	12,107,215	I	See Expla of Respon	
Class A Co	ommon St	ock	01/06/2023(1)		Р		68,953	A	\$7.4052(10)	12,176,168	I	See Expla of Respon	nation Ises ⁽¹³⁾⁽¹⁵⁾
Class A Co	ommon St	ock	01/09/2023(1)		Р		76,046	A	\$7.638(11)	12,252,214	I	See Expla of Respon	
Class A Co	ommon St	ock	01/10/2023(1)		Р		69,518	A	\$ 7.7224 ⁽¹²⁾	12,321,732	Ι	See Expla of Respon	
Class A Co	ommon St	ock								7,062,869	Ι	See Expla of Respon	
			Table II - Deri (e.g.	vative Securi ., puts, calls,							d		
1. Title of Derivative 2. 3. Transaction 3A. Dee Security Conversion Date Executin Security or Exercise (Month/Day/Year) if any		a 3A. Deemed Execution Da	4. Transaction Code (Instr.	4. 5. Numbe Transaction of Code (Instr. Derivative			sable ar te ear)		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 Indirec Beneficial Ownershi (Instr. 4)	

		Tal	ole II - Derivat (e.g., pເ					ired, Disp options, o					d		
1. Title of Derivative	2. Conversion	3. Transaction	3A. Deemed Execution Date.	Code Transa	V		.m (D) r	ExDecties Elakero Expiration De	istatute and	Titlet Amou	leSalnaires	8. Price of Derivative	9. Number of derivative	10. Ownership	11. Nature of Indirect
Security (instr: 3) ar	or Exercise	(Month/Day/Year) * Reporting Person ment Co PJS	if any (Month/Day/Year)	Code (8)		Deriv Secu Acqu (A) c Disp	osed	(Month/Day/Y		Secu Unde Deriv	rities rlying ative rity (Instr.	Security (Instr. 5)	Securities Beneficially Owned Following Reported	Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
(Last) P.O. BO	X 45005	(First)	(Middle)			of (D (Inst and	r. 3, 4						Transaction(s) (Instr. 4)		
											Amount or				
(Street)	 HABI	C0	00000	Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Number of Shares				
,					- [<i>a</i>	*					*	<i>a</i>

(City) (State)

1. Name and Address of Reporting Person*

Mamoura Diversified Global Holding PJSC

(Zip)

(Last) P. O. BOX 45005	(First)	(Middle)
(Street) ABU DHABI	C0	UAE
(City)	(State)	(Zip)

Explanation of Responses:

1. This is an inadvertent late filing due to an administrative error.

2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$7.38 to \$7.70, 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 footnotes (2) through (12) to this Form4.

3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$7.61, inclusive.

4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$7.07 to \$7.32, inclusive.

5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$7.25 to \$7.91, inclusive.

6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$7.33 to \$7.72, inclusive.

7. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$7.37 to \$7.83, inclusive.

8. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$7.52 to \$7.88, inclusive.

9. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$7.30 to \$7.75, inclusive.

10. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$7.10 to \$8.00, inclusive.

11. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$7.43 to \$8.00, inclusive.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$7.52 to \$8.00, inclusive.
Consists of 12,321,732 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.

14. 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.

15. 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.

16. 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:

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

/s/ Samer Halawa, Chief Legal Officer, Mubadala Investment 01/13/2023 Company PJSC (17) /s/ Samer Halawa, Chief Legal Officer, Mamoura Diversified 01/13/2023 Global Holdings PJSC (17)

** 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.