SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL											
OMB Number: 3235-0287											
Estimated average burden											

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934	hours per response:	

Section obligat	this box if no lo n 16. Form 4 or ions may contin tion 1(b).		ST		led pi	ursuant t	o Sec	tion 16	(a) of the S	Secu	INEFICI	ge Act of 1		RSI	1IP	Estima	Number ated ave per resp	erage burder	3235-0287 1 0.5	
1. Name and Address of Reporting Person [*] Gibson Christopher (Last) (First) (Middle) C/O RECURSION PHARMACEUTICALS						RECU NC. [RSI RXI Earli	ON I RX]		<u>AA</u>	Symbol CEUTIC	5. Relationship of Reporting Person(s) to Issue (Check all applicable) X Director 10% Own X Officer (give title Other (spe below) Chief Executive Officer				ner				
41 S. RIO GRANDE STREET)23													
(Street) SALT LA CITY	0		. If Amer 1/06/20		nt, Date	of Origina	al File	ed (Month/Da	 6. Individual or Joint/Group Filing (Check Ap Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person 				ting Persor	1						
(City)	(S		(Zip)	Leve Devi								6 D.			0					
Table I - Non-Deriva 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Yet)							eeme ution	d	3. Transacti Code (Ins 8)	on	4. Securitie	s Acquired (A) or of (D) (Instr. 3, 4 and 5)			5. Amount of		Form: (D) or	n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership	
								Code V		Amount	(A) or (D) Price		Tranca		ion(s)			Instr. 4)		
Class A C	Common St	ock		04/25/2	022	22			C ⁽¹⁾⁽²⁾⁽³⁾	v	12,000	Α	\$0	0.00	594	594,805		D		
Class A C	Common St	ock		04/25/2	022			G ⁽¹⁾	v	12,000	D	\$0	0.00	582	,805		D			
Class A C	Common St	ock		05/12/2	022	22			C ⁽¹⁾⁽³⁾	v	12,000	Α	\$0	\$0.00 59		,805		D		
Class A C	Class A Common Stock 05/12/202				022	22			G ⁽¹⁾	v	12,000	D	\$0	\$0.00 582		,805		D		
Class A C	lass A Common Stock 05/19/202				022	2			C ⁽¹⁾⁽³⁾	v	12,000	A	\$0	\$0.00 59		,805		D		
Class A C	Class A Common Stock 05/19/202				022				G ⁽¹⁾	v	12,000	D	\$0			,805		D		
	lass A Common Stock 06/21/202								C ⁽¹⁾⁽³⁾	v	3,000	A				,805		D		
	Class A Common Stock 06/21/202								G ⁽¹⁾	v	3,000	D	-			,805		D		
	Common St			07/19/2					C ⁽¹⁾⁽³⁾	v	3,000	A				,805		D		
	Class A Common Stock 07/19/202				-				G ⁽¹⁾	v	3,000	D		0.00		,805	<u> </u>	D		
	Common St			08/17/2					C ⁽¹⁾⁽³⁾	v	3,000	A		0.00		,805		D		
	Common St			08/17/2					G ⁽¹⁾	v	3,000	D				,805		D		
	Common St			09/19/2					$C^{(1)(3)}$	v	3,000	A				,805		D		
	Common St			09/19/2					G ⁽¹⁾	v v	3,000 3,000	D				,805		D		
	Common St			10/19/2		_			G ⁽¹⁾	v v		A	-			,805	<u> </u>	D		
	Common St			10/19/2					C ⁽¹⁾⁽³⁾	v v	3,000 3,000	D A).00).00		,805 ,805		D D		
	Common St			11/16/2					G ⁽¹⁾	v	3,000	D	-).00		,805		D		
	Common St			12/14/2		+			C ⁽¹⁾⁽³⁾	v	3,000	A).00		,805		D		
				12/14/2		+			G ⁽¹⁾	v	3,000	D).00		,805	<u> </u>	D		
Class A Common Stock12/14/202Class A Common Stock01/05/202									C ⁽¹⁾⁽⁴⁾		18,500	A	-	0.00		,305	<u> </u>	D		
Class A Common Stock 01/05/202									S ⁽¹⁾	\vdash	18,500	D		875(5)	· · ·			 D		
			Table I			e Secu	ritie	es Aco	quired,	Dis	posed of,	or Ben	eficia	ally C			<u> </u>			
					puts 4.	s, calls	<u>,</u>		<u>, ,</u>	,	convertil			<u> </u>						
1. Title of Derivative Security (Instr. 3)	Derivative Conversion Date Execution Date, Gecurity or Exercise (Month/Day/Year) if any					ansaction c ode (Instr. C 4 (C		lumber ivative curities juired or posed D) (Instr and 5)	Expirati (Month/	ion D		e of Securitie			8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	e S Ily J	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	Amo or Num of Shar	iber						

Code V (A) (D)

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. Transac Code (li 8)		of Deri Seci Acq (A) (Disp of (E	umber vative urities uired or oosed 0) (Instr. and 5)	6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title am of Securiti Underlyin Derivative (Instr. 3 ar	ies g Security	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				
Class B Common Stock	\$0.00	04/25/2022		C ⁽¹⁾⁽³⁾	v		12,000	(6)	(6)	Class A Common Stock	12,000	\$0.00	6,665,334	D	
Class B Common Stock	\$0.00	05/12/2022		C ⁽¹⁾⁽³⁾	v		12,000	(6)	(6)	Class A Common Stock	12,000	\$0.00	6,653,334	D	
Class B Common Stock	\$0.00	05/19/2022		C ⁽¹⁾⁽³⁾	v		12,000	(6)	(6)	Class A Common Stock	12,000	\$0.00	6,641,334	D	
Class B Common Stock	\$0.00	06/21/2022		C ⁽¹⁾⁽³⁾	v		3,000	(6)	(6)	Class A Common Stock	3,000	\$0.00	6,638,334	D	
Class B Common Stock	\$0.00	07/19/2022		C ⁽¹⁾⁽³⁾	v		3,000	(6)	(6)	Class A Common Stock	3,000	\$0.00	6,635,334	D	
Class B Common Stock	\$0.00	08/17/2022		C ⁽¹⁾⁽³⁾	v		3,000	(6)	(6)	Class A Common Stock	3,000	\$0.00	6,632,334	D	
Class B Common Stock	\$0.00	09/19/2022		C ⁽¹⁾⁽³⁾	v		3,000	(6)	(6)	Class A Common Stock	3,000	\$0.00	6,629,334	D	
Class B Common Stock	\$0.00	10/19/2022		C ⁽¹⁾⁽³⁾	v		3,000	(6)	(6)	Class A Common Stock	3,000	\$0.00	6,626,334	D	
Class B Common Stock	\$0.00	11/16/2022		C ⁽¹⁾⁽³⁾	v		3,000	(6)	(6)	Class A Common Stock	3,000	\$0.00	6,623,334	D	
Class B Common Stock	\$0.00	12/14/2022		C ⁽¹⁾⁽³⁾	v		3,000	(6)	(6)	Class A Common Stock	3,000	\$0.00	6,620,334	D	
Class B Common Stock	\$0.00	01/05/2022		C ⁽¹⁾⁽⁴⁾			18,500	(6)	(6)	Class A Common Stock	18,500	\$0.00	6,601,834	D	

Explanation of Responses:

1. Transactions reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.

2. The sole purpose of this amended Form 4 is to correctly reflect that the shares gifted between April 25, 2022 and December 14, 2022 were first converted from the Reporting Person's holdings of Class B common stock.

3. Represents the automatic conversion of Class B Common Stock into Class A Common Stock in connection with a bona-fide gift of shares by the Reporting Person.

4. Represents the conversion of Class B Common Stock into Class A Common Stock.

5. This transaction was executed in multiple trades at prices ranging from \$7.29 to \$7.71. The price reported above reflects the weighted average sale price. The Reporting Person undertakes to provide upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate sale price.

6. Each share of Class B Common Stock is convertible into one share of Class A Common Stock at the option of the holder and has no expiration date.

Remarks:

/s/ Jonathan Golightly, attorney-in-fact

04/28/2023

** Signature of Reporting Person Date

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

 \ast 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.