

TRANSGENOMIC INC

Form 4

January 29, 2013

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**KIRK RANDAL J**

(Last) (First) (Middle)

**C/O THIRD SECURITY, LLC, 1881  
GROVE AVENUE**

(Street)

**RADFORD, VA 24141**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**TRANSGENOMIC INC [TBIO.OB]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**01/25/2013**

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	(A) or (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	01/25/2013		P	2,400,000	A	3,698,361	I	by TS Senior Staff 2008 (2)
Common Stock	01/25/2013		P	2,400,000	A	3,698,361	I	by TS Staff 2010 (2)
Common Stock	01/25/2013		P	1,200,000	A	1,849,181	I	by TS Incentive 2010 (2)

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

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SEC 1474  
(9-02)

**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Warrant to Purchase Common Stock	\$ 0.75	01/25/2013		P		1,200,000		<u>(3)</u>	01/25/2018	Common Stock	1,200,000
Warrant to Purchase Common Stock	\$ 0.75	01/25/2013		P		1,200,000		<u>(3)</u>	01/25/2018	Common Stock	1,200,000
Warrant to Purchase Common Stock	\$ 0.75	01/25/2013		P		600,000		<u>(3)</u>	01/25/2018	Common Stock	600,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KIRK RANDAL J C/O THIRD SECURITY, LLC 1881 GROVE AVENUE RADFORD, VA 24141		X		

## Signatures

/s/ Randal J.  
Kirk

01/29/2013

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

\* 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).

On January 25, 2013, in a private placement the issuer issued Units at a price per Unit of \$0.50 consisting of one share of common stock and a warrant to purchase 0.5 shares of common stock at an exercise price of \$0.75 per share. The Units purchased in such offering by Third Security Senior Staff 2008 LLC ("TS Senior Staff 2008"), Third Security Staff 2010 LLC ("TS Staff 2010") and Third Security Incentive 2010 LLC ("TS Incentive 2010") resulted in ownership of shares of common stock and warrants as follows: 1,200,000 shares of common stock and 600,000 warrants by TS Senior Staff 2008, 1,200,000 shares of common stock and 600,000 warrants by TS Staff 2010 and 600,000 shares of common stock and 300,000 warrants by TS Incentive 2010.

Randal J. Kirk controls Third Security, LLC, which is the manager of each of TS Senior Staff, TS Staff 2010 and TS Incentive 2010.

(2) 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.

(3) These warrants are exercisable immediately upon issuance.

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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