

TRANSGENOMIC INC
Form 3
January 10, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

| | | | | |
|---|----------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â KIRK RANDAL J | | (Month/Day/Year) | TRANSGENOMIC INC [TBIO.OB] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 12/29/2010 | | |
| C/O THIRD SECURITY, LLC,Â 1881 GROVE AVENUE | | | (Check all applicable) | |
| | (Street) | | <input type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner |
| | | | <input type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| RADFORD,Â VAÂ 24141 | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | <input type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input checked="" type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| | | | |
|---------------------------------|---|--|---|
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| | | | | | |
|--|--|---|--|--|---|
| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

(Instr. 5)

| | | | | | | | |
|--|------------|------------------|--------------|--------------------------|------------------------|---|--|
| Series A Convertible Preferred Stock | 12/29/2010 | Â ⁽¹⁾ | Common Stock | 4,137,928 ⁽³⁾ | \$ 0 ⁽⁴⁾ | I | By Third Security Senior Staff 2008 LLC ⁽²⁾ |
| Warrant to Purchase Shares of Series A Convertible Preferred | 12/29/2010 | 12/28/2015 | Common Stock | 2,068,964 ⁽³⁾ | \$ 2.32 ⁽⁵⁾ | I | By Third Security Senior Staff 2008 LLC ⁽²⁾ |
| Series A Convertible Preferred Stock | 12/29/2010 | Â ⁽¹⁾ | Common Stock | 4,137,928 ⁽³⁾ | \$ 0 ⁽⁴⁾ | I | By Third Security Staff 2010 LLC ⁽²⁾ |
| Warrant to Purchase Shares of Series A Convertible Preferred | 12/29/2010 | 12/28/2015 | Common Stock | 2,068,964 ⁽³⁾ | \$ 2.32 ⁽⁵⁾ | I | By Third Security Staff 2010 LLC ⁽²⁾ |
| Series A Convertible Preferred Stock | 12/29/2010 | Â ⁽¹⁾ | Common Stock | 2,068,964 ⁽³⁾ | \$ 0 ⁽⁴⁾ | I | By Third Security Incentive 2010 LLC ⁽²⁾ |
| Warrant to Purchase Shares of Series A Convertible Preferred | 12/29/2010 | 12/28/2015 | Common Stock | 1,034,480 ⁽³⁾ | \$ 2.32 ⁽⁵⁾ | I | By Third Security Incentive 2010 LLC ⁽²⁾ |

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 | Â | Â X | Â | Â |
| Third Security Senior Staff 2008 LLC C/O THIRD SECURITY, LLC 1881 GROVE AVENUE RADFORD, VA 24141 | Â | Â X | Â | Â |
| Third Security Staff 2010 LLC C/O THIRD SECURITY, LLC 1881 GROVE AVENUE RADFORD, VA 24141 | Â | Â X | Â | Â |
| Third Security Incentive 2010 LLC C/O THIRD SECURITY, LLC 1881 GROVE AVENUE RADFORD, VA 24141 | Â | Â X | Â | Â |

Signatures

/s/ Randal J.
Kirk

01/10/2011

__Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

(1) Not applicable

Randal J. Kirk controls each of Third Security Senior Staff 2008 LLC, Third Security Staff 2010 LLC and Third Security Incentive 2010

(2) LLC. Shares held by these entities may be deemed to be indirectly beneficially owned (as defined under Rule 13d-3 promulgated under the Securities Exchange Act of 1934, as amended) by Mr. Kirk.

(3) Assumes conversion of shares of Series A Convertible Preferred Stock into Common Stock.

(4) Pursuant to its terms, each share of Series A Convertible Preferred Stock is convertible into four shares of Common Stock at a conversion price of \$0.58 per share.

(5) Representing the per share price of each share of Series A Preferred Stock issuable upon exercise of the applicable Warrant, which such shares of Series A Preferred Stock are convertible in the manner described in Item 3 above.

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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