

# FORM 4

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

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

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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|  |   |  |                                   |   |  |            |  |   |  |
|--|---|--|-----------------------------------|---|--|------------|--|---|--|
| 1. Name and Address of Reporting Person<br>SIDRANSKY DAVID<br><small>(Last) (First) (Middle)</small> |   | 2. Issuer Name and Ticker or Trading Symbol<br>Orgenesis Inc. [ORGS] |                                   | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) |  |            |  |   |  |
| C/O ORGENESIS INC., 20271 GOLDENROD LANE<br><small>(Street)</small>                                  |   | 3. Date of Earliest Transaction (Month/Day/Year)<br>10/22/2018       |                                   | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person  |  |            |  |   |  |
| GERMANTOWN, MD 20876<br><small>(City) (State) (Zip)</small>  |   | 4. If Amendment, Date Original Filed (Month/Day/Year)                |                                   | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  |  |            |  |   |  |
| 1. Title of Security<br>(Instr. 3)   | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed Execution Date, if any<br>(Month/Day/Year)                | 3. Transaction Code<br>(Instr. 8) |   | 4. Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 and 5) |            | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I)<br>(Instr. 4) | 7. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|  |   |  | Code                              | V   | Amount   | (A) or (D) |  |   |  |

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

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

| 1. Title of Derivative Security<br>(Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed Execution Date, if any<br>(Month/Day/Year) | 4. Transaction Code<br>(Instr. 8) |   | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4, and 5) |     | 6. Date Exercisable and Expiration Date<br>(Month/Day/Year) |                 | 7. Title and Amount of Underlying Securities<br>(Instr. 3 and 4) |                            | 8. Price of Derivative Security<br>(Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)<br>(Instr. 4) | 11. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|---|--|---|---|-----------------------------------|---|--|-----|---|-----------------|--|----------------------------|---|---|---|---|
|   |  |   |   | Code                              | V | (A)  | (D) | Date Exercisable  | Expiration Date | Title  | Amount or Number of Shares |   |   |   |   |
| Stock Option                                  | \$ 5.99  | 10/22/2018                              |   | A                                 |   | 29,200   |     | (1)   | 07/16/2023      | Common Stock   | 29,200                     | \$ 0  | 29,200  | D   |   |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| SIDRANSKY DAVID<br>C/O ORGENESIS INC.<br>20271 GOLDENROD LANE<br>GERMANTOWN, MD 20876 | X             |           |         |       |

## Signatures

/s/ David Sidransky 10/25/2018  
\*\*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).

(1) These options were awarded under the Issuer's 2017 Equity Incentive Plan to purchase shares of common stock of the Issuer and vest on the one year anniversary of the date of grant, subject to the non-employee director's conti

### Remarks:

Total amount of options include (i) options to purchase 12,500 shares of common stock for service on the Board of Directors which had not been granted in 2017, (ii) options to purchase 12,500 share

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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