SEC Form 4

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FORM 4	4
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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						
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

Dennis Erani 2012 Issue Trust dated <u>12/20/12</u>				Org	2. Issuer Name and Ticker or Trading Symbol Organogenesis Holdings Inc. [ORGO]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner Officer (give title Other (specify below) below)					
(Last) 6000 ISI		irst) (I ULEVARD	Middle))	3. Date of Earliest Transaction (Month/Day/Year) 12/15/2021							below) below)							
APT. 2502				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									ndividual o	r Joint/Grou	p Filing (Cl	neck A	pplicable	
(Street) AVENT	URA FI	2 3	3160										Form filed by One Reporting Person X Form filed by More than One Reporting Person						
(City)	(S	tate) (2	Zip)																
			I - N							d, Di	sposed of				-				
Date			2. Transacti Date (Month/Day		Exe if a	A. Deemed xecution Date, any Aonth/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4			and 5) Secur Benef		cially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	ect irect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									Code	v	Amount	(A (D) or)	Price	Transa	ction(s) 3 and 4)			(
Class A (Common S	tock		12/15/20	021				G	v	5,417,900	(1)	D	\$0	59,4	48,027 ⁽²⁾	I		By the Dennis Erani 2014 GRAT
Class A C	Common S	tock		12/15/2	021				G	v	5,417,900	[1]	A	\$ <mark>0</mark>	59,4	48,027 ⁽²⁾	D		
		Ta	ble II	- Derivat (e.g., pu	ive So uts, c	ecı alls	urities s, wai	Acquirants	uired, , opti	Dis ons,	posed of, convertib	or Be le se	enefic curit	cially ies)	y Owne	d			
1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security		Date Exect (Month/Day/Year) if any		eemed ution Date, th/Day/Year)		Transaction Code (Instr.				te Exe ation I th/Day		7. Title and Amount of Securities Underlying Derivative Security (Ins: 3 and 4) Amou		str.	3. Price of Derivative Security Instr. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	n: ct (D) direct	Beneficial Ownership t (Instr. 4)
					Code	v	(A)	(D)	Date Exerc	sisable	Expiration Date	Title	or Numb of Share	ber					
		f Reporting Person*		1 4 9 /9 0	/4.0														
Dennis	Erani 20) <u>12 Issue Trus</u>	st dat	ed 12/20	/12	_													
(Last) 6000 ISI APT. 250		(First) JLEVARD	(№	/liddle)															
(Street) AVENT	URA	FL	33	3160															
(City)		(State)	(Z	(ip)															
		f Reporting Person [*] LENN H	r																
(Last) 35 SAW	GRASS DI	(First) RIVE	(N	/iddle)															
(Street) BELLPC	ORT	NY	11	1713															
(City)		(State)	(Z	ľip)															
1. Name ar	nd Address o	f Reporting Person [*]	*																

<u>Albert Erani Fa</u>	<u>mily Trust dated</u>	12/29/2012				
(Last) C/O RUGBY REA 300 LIGHTING W		(Middle)				
(Street) SECAUCUS	07094					
(City)	y) (State)					
1. Name and Address of <u>Ades Alan A.</u>	of Reporting Person [*]					
(Last) C/O RUGBY REA 300 LIGHTING W		(Middle)				
(Street) SECAUCUS	07094					
(City)	(State)	(Zip)				
1. Name and Address of Organo PFG LI						
(Last) C/O RUGBY REA 300 LIGHTING W		(Middle)				
(Street) SECAUCUS	NJ	07094				
(City)	(State)	(Zip)				
1. Name and Address of Organo Investo						
(Last) C/O RUGBY REA 300 LIGHTING W		(Middle)				
(Street) SECAUCUS	NJ	07094				
(City)	(State)	(Zip)				
1. Name and Address of Alan Ades 2014						
(Last) C/O RUGBY REA 300 LIGHTING W		(Middle)				
(Street) SECAUCUS	NJ	07094				
(City)	(State)	(Zip)				
1. Name and Address of Reporting Person [*] GN 2016 Family Trust u/a/d August 12, 2016						
(Last) 35 SAWGRASS D	(First) RIVE	(Middle)				
(Street)	NY	11713				
BELLPORT		11/15				

1. Name and Address of Reporting Person* ERANI ALBERT									
(Last)	(Middle)								
C/O RUGBY REALTY CO., INC.									
300 LIGHTING W	/AY, STE 210								
(Street)									
SECAUCUS	NJ	07094							
(City)	(State)	(Zip)							
1. Name and Address Wisdom Starr	of Reporting Person [*]								
(Last)	(First)	(Middle)							
44 WILSON STRI	EET								
(Street)									
HARTSDALE	NY	10530							
(City)	(State)	(Zip)							

Explanation of Responses:

1. The reported securities, which were indirectly held by Dennis Erani, a member of the Group (as defined below), were transferred by the Dennis Erani 2014 GRAT to the Dennis Erani 2012 Issue Trust dated 12/20/12, which is a member of the Group, for no consideration. None of the other members of the Group has a pecuniary interest in the transferred securities.

2. Reflects the total number of securities held by the Group. There was no change to the total number of securities because, at all times, the transferred shares were held, either directly or indirectly, by a member of the Group.

Remarks:

Alan A. Ades, Albert Erani, Glenn H. Nussdorf, Dennis Erani, Starr Wisdom and certain of their respective affiliates, including Organo PFG LLC, Organo Investors LLC, Dennis Erani 2012 Issue Trust, Alan Ades as Trustee of the Alan Ades 2014 GRAT, Albert Erani Family Trust dated 12/29/2012, GN 2016 Family Trust u/a/d August 12, 2016 and GN 2016 Organo 10-Year GRAT u/a/d September 30, 2016, referred to collectively as the "Group", are parties to a Controlling Stockholders' Agreement dated December 10, 2018 with Organogenesis Holdings Inc. (the "Stockholders' Agreement"). The Stockholders' Agreement, among other things, provides for nomination rights of the Group with respect to four directors of the Issuer. As a result of the Stockholders' Agreement, the reporting persons may be deemed to be members of a group holding over 10% of the outstanding shares of common stock of the issuer for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended. This is Form 4 No. 1 of 2 filed for the Group.

<u>/s/ Stacie S. Aarestad,</u> <u>Attorney-in-Fact</u>

12/17/2021

** 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.