SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number:	3235-0287
Estimated average bur	den
hours per response:	0.5

Check this box if no longer subjet to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).	ct STA		pursua	F CHANGE	of the S	Securit	ies Exchange /	Act of 19	_		OMB Number Estimated ave nours per resp	rage buro	3235-0287 len 0.5
1. Name and Address of Reporting Ades Alan A.	Person*			suer Name and Tick ganogenesis H		0	,)]		ationship of Rep k all applicable) Director Officer (give	X	10% C	wner
(Last) (First) C/O A&E STORES, INC. 1000 HUYLER STREET	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 11/17/2020				/Day/Year)			below)	below)		
(Street) TETERBORO NJ	07608		4. lf /	4. If Amendment, Date of Original Filed (Month/Day/Year)				6. Indi Line) X	Form filed by One Reporting Person			son	
(City) (State)	(Zip)												
	Table I - No	n-Deriva	tive S	Securities Acq	uired	, Dis	posed of, o	or Ben	eficially	/ Owned			
Date		2. Transacti Date (Month/Day	Execution Date,		3. 4. Securities Acquired (A) Transaction Disposed Of (D) (Instr. 3, 4) Code (Instr. 8) 5)		(A) or 3, 4 and	a) or 5. Amount of 4 and Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
					Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			(Instr. 4)
Class A Common Stock		11/17/2	020		Р		486,000 ⁽¹⁾	Α	\$3.25	68,447,82	3	D	
Class A Common Stock		11/17/20	020		Р		347,153 ⁽²⁾	A	\$3.25	68,794,97	6	I	By Robert Harry Erani Frick Trust

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

			(e.g., pr	113, 00		vane	unts,	options, t	Jonventib	10 30	cunics)			
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)	Transaction Code (Instr. 8)		n of E		Expiration Date (Month/Day/Year)		Expiration Date Amount of			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				

1. Name and Address of Reporting Person^*

Ades Alan A.

(Last)	(First)	(Middle)	
C/O A&E STOR	ES, INC.		
1000 HUYLER S	STREET		
(Street)			
TETERBORO	NJ	07608	
(City)	(State)	(Zip)	
1. Name and Addres	s of Reporting Perso	n*	
1. Name and Addres <u>ERANI ALB</u>		n*	
ERANI ALBI	ERT		
ERANI ALBI	(First)	n* (Middle)	
ERANI ALBI	(First) ES, INC.		
ERANI ALBI (Last) C/O A&E STOR	(First) ES, INC.		
ERANI ALBI (Last) C/O A&E STOR 1000 HUYLER S (Street)	(First) ES, INC. STREET	(Middle)	
ERANI ALBI (Last) C/O A&E STOR 1000 HUYLER S	(First) ES, INC. STREET		

1. Name and Address <u>Erani Dennis</u>	of Reporting Person [*]	
(Last)	(First)	(Middle)
C/O A&E STORE		
,		
(Street) TETERBORO	NJ	07608
(City)	(State)	(Zip)
1. Name and Address Organo PFG L		
(Last)	(First)	(Middle)
C/O A&E STORE	-	
1000 HUYLER S		
(Street) TETERBORO	NJ	07608
(City)	(State)	(Zip)
1. Name and Address		
Organo Investo	Drs LLC	
(Last)	(First)	(Middle)
C/O A&E STORE		
(Street) TETERBORO	NJ	07608
(City)	(State)	(Zip)
1. Name and Address <u>Alan Ades 201</u>		
(Last)	(First)	(Middle)
C/O A&E STORE	-	
1000 HUYLER S		
(Street) TETERBORO	NJ	07608
(City)	(State)	(Zip)
1. Name and Address		
Albert Erani Fa	<u>amily Trust dated</u>	<u>12/29/2012</u>
(Last)	(First)	(Middle)
C/O A&E STORE		
(Street) TETERBORO	NJ	07608
(City)	(State)	(Zip)
1. Name and Address Dennis Erani 2	of Reporting Person [*] 012 Issue Trust o	lated 12/20/12
(Last)	(First)	(Middle)
C/O A&E STORE	ES, INC.	
1000 HUYLER S	TREET	
(Street)		

(City)	(State)	(Zip)
1. Name and Addres <u>GN 2016 Org</u> <u>September 30</u>	<u>ano 10-Yea</u> i	
(Last) 35 SAWGRASS	(First) DRIVE	(Middle)
(Street) BELLPORT	NY	11713
(City)	(State)	(Zip)
1. Name and Addres		erson* <u>a/d August 12, 2016</u>
(Last) 35 SAWGRASS	(First) DRIVE	(Middle)
(Street) BELLPORT	NY	11713
(City)	(State)	(Zip)

Explanation of Responses:

1. The reported securities were purchased and are held directly by Alan A. Ades, who is a member of the Group.

2. The reported securities were purchased by the Robert Harry Erani Frick Trust (the "Trust") and are held indirectly by Dennis Erani, who is a member of the Group. Susan Erani, Dennis Erani's spouse, and Glenn Nussdorf are co-trustees of the Trust. Dennis Erani disclaims beneficial ownership of the securities held by the Trust, except to the extent of his pecuniary interest therein.

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 "Controlling Entities", 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 Controlling Entities with respect to four directors of the Issuer and qualifies the Issuer as a "controlled company" under the Nasdaq listing rules. As a result of the Stockholders' Agreement, the reporting persons may be deemed to be members of a group (the "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 Controlling Entities.

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

11/19/2020

** 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.